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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: GUIDES CHOICE FISHING RODS, INC.

AUDIT NUMBER.....H96000015247

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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ARTICLES OF INCORPORATION

OF

Guides Choice Fishing Rods, Inc.
(Name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the corporation and address of the corporation is:
(Principal)

Guides Choice Fishing Rods, Inc. 9449 S.W. 51 Place
Cooper City, FL 33328

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIFTY Shares (50) of TEN Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this corporation is

Name: ANDREW MCKENZIE

Address: 9449 S.W. 51 PLACE

City: COOPER CITY State: FL Zip: 33328

Douglas W. Besterke
9506 S. Red Rd.
Miami, FL 331
(305) 665-7155

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name: ANDREW MCKENZIE
Address: 9449 S.W. 51 PLACE
City: COOPER CITY State: FL Zip: 33328

Name: PEGGY C. MCKENZIE
Address: 9449 S.W. 51 PLACE
City: COOPER CITY State: FL Zip: 33328

Name: MARTHA S. MCKENZIE
Address: 11745 S.W. 57 ST.
City: COOPER CITY State: FL Zip: 33330

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: ANDREW MCKENZIE
Address: 9449 S.W. 51 PLACE
City: COOPER CITY State: FL Zip: 33328

Name: PEGGY C. MCKENZIE
Address: 9449 S.W. 51 PLACE
City: COOPER CITY State: FL Zip: 33328

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 28 day of October 1996.

Andrew McKenzie (Seal)
Peggy C. McKenzie (Seal)
Martha S. McKenzie

CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent

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of:

Grinder's Choice Fishing Rods, Inc.

Pursuant to Florida Statutes, Section 48.091 and 607.034,
the following is submitted: The above Corporation, desiring
to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation

at: 9449 S.W. 51 Place

Cooper City, Florida 33328

has named: Andrew McKenzie

located at the aforesaid address, as its Registered Agent to
accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated Corporation at this place designated in this certificate
I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open
said office.

Andrew McKenzie
Registered Agent

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