

P97000011210

Richard A. Woodruff
5098 NW 37 Avenue, Suite A
Tamarac, Florida 33309
954/731-6760

January 28, 1997

Secretary of State
Corporation Division
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
1-28-97

FILED
97 JAN 31 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: WOODY'S ARCHERY SUPPLY, INC.

100002074931--2
-01/31/97--01049--018
****122.50 ****122.50

Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation and Certificate of Registered Agent for the above named corporation.

Also enclosed is a check in the amount of \$122.50 representing the charter tax, filing fee, registered agent fee and a certified copy of the Articles.

Please file these Articles as soon as possible, noting the provision under Article II that the corporation's existence shall commence on the date of execution of the Articles.

Upon approval, please return a certified copy of the Articles of Incorporation to the undersigned.

Very truly yours,

Richard Woodruff

RICHARD WOODRUFF
RW:ct
Enc.

AL FEB - 4 1997

ARTICLES OF INCORPORATION
OF
WOODY'S ARCHERY SUPPLY, INC.

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ARTICLE I - NAME

The name of this corporation is WOODY'S ARCHERY SUPPLY, INC. and its principal place of business is 5098 NW 37 AVENUE, SUITE A, TAMARAC, FLORIDA 33309.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollars (\$1.00) par value common stock.

ARTICLES V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders or the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERD OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5098 NW 37 AVENUE, SUITE A, TAMARAC, FLORIDA 33309 and the initial registered agent at this address is Richard A. Woodruff.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two 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 name and address of the initial Director (s) of this corporation are as follows:

Richard A. Woodruff 5098 NW 37 Avenue, Suite A, Tamarac, Florida
33309

Marilyn Woodruff 5098 NW 37 Avenue, Suite A, Tamarac, Florida 33309

ARTICLE IX - AMENDMENT

The name and address of the persons signing these Articles are:

Richard A. Woodruff 5098 NW 37 Avenue, Suite A, Tamarac, Florida
33309

Marilyn Woodruff 5098 NW 37 Avenue, Suite A, Tamarac, Florida 33309

ARTICLE X - ADMENMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
on this 28 day of JANUARY, 1997

Richard A. Woodruff
Richard A. Woodruff

Marilyn Woodruff
Marilyn Woodruff

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 28th
day of JANUARY, 1997, by Richard A. Woodruff and Marilyn Woodruff, who is
personally known to me or has produced KNOW
as identification and who did/did not take an oath.

Nora L. Hausmann
Notary Public, State of Florida

NORA L. HAUSMAN
Print, type of stamp name 1/28/97



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That WOODY'S ARCHERY SUPPLY, INC. desiring to organized or qualify under the Laws of the State of Florida, with its principal place of business at 5098 NW 37 AVENUE, SUITE A., TAMARAC, FLORIDA 33309, in city of TAMARAC, county of BROWARD, State of Florida, has named Richard A. Woodruff located at 5098 NW 37 Avenue, Suite A, City of Tamarac, County of Broward, State of Florida, as its agent to accept service of process within the State of Florida.

Richard A. Woodruff
Richard A. Woodruff,
Corporate Officer

PRESIDENT
Title

January 28, 1977
Date

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Nora L. Hausmann
1/28/77



Richard A. Woodruff
Richard A. Woodruff,
Resident Agent

January 28, 1977
Date

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TALLAHASSEE, FLORIDA