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5/21/97

FLORIDA DIVISION OF CORPORATIONS  
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EFFECTIVE DATE

5/30/97

((H97000008392 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JORDAN C. RODRIGUEZ

Luis

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: GAMES GIRLS PLAY, INC.

AUDIT NUMBER.....H97000008392

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

CERT. OF STATUS...1

PAGES..... 4

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 20, 1997

LUIS A. URIARTE  
CORPORATE CREATIONS INTERNATIONAL INC.  
401 OCEAN DRIVE #312  
MIAMI BEACH, FL 33139-6629

The name GAMES GIRLS PLAY, INC. has been reserved for 120 days beginning May 20, 1997. The reservation number is R97000002469 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Melissa A Johnson

Letter number: 697A00027160

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97000008392

## ARTICLES OF INCORPORATION

EFFECTIVE DATE

5-20-97

### Article I. Name

The name of this Florida corporation is:  
Games Girls Play, Inc.

### Article II. Address

The mailing address of the Corporation is:  
Games Girls Play, Inc.  
1551 Forum Place  
Suite 300A  
West Palm Beach FL 33401

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Gary Walk  
500 South Australian Avenue, 10th Floor  
West Palm Beach FL 33401

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Robin Bernstein

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Gary Walk | FL Bar Member 838829  
Lewis, Vegosen, Rosenbach & Silber, P.A.  
500 South Australian Avenue, 10th Floor  
West Palm Beach FL 33401  
561-659-3300

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

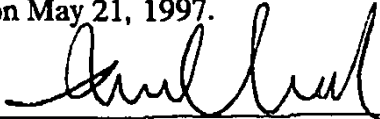
The name and address of the incorporator is:

Gary Walk  
Lewis, Vegosen, Rosenbach & Silber, P.A.  
500 South Australian Avenue, 10th Floor  
West Palm Beach FL 33401

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 20, 1997.

The undersigned incorporator executed these Articles of Incorporation on May 21, 1997.



GARY WALK

by L.A. Uriarte as attorney-in-fact

Gary Walk | FL Bar Member 838829  
Lewis, Vegosen, Rosenbach & Silber, P.A.  
500 South Australian Avenue, 10th Floor  
West Palm Beach FL 33401  
561-659-3300

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

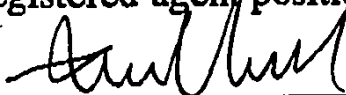
**CORPORATION:**

Games Girls Play, Inc.

**REGISTERED AGENT/OFFICE:**

Gary Walk  
500 South Australian Avenue, 10th Floor  
West Palm Beach FL 33401

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Gary Walk  
by L.A. Uriarte as attorney-in-fact

Date: May 21, 1997

Gary Walk | FL Bar Member 838829  
Lewis, Vegosen, Rosenbach & Silber, P.A.  
500 South Australian Avenue, 10th Floor  
West Palm Beach FL 33401  
561-659-3300

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

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Rex Accounting Services, Inc.  
Raymond R. Rex, Jr.  
3452 W. Boynton Bch. Blvd., Ste. #10  
Boynton Beach, FL 33436

~~April 28, 1997~~

May 15, 1997

000002183550--9  
-05/19/97-01139--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Secretary of State  
Corporation Records Bureau  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
MAY 15 1997

To Whom It May Concern:

Enclosed is the original and copy of the articles of incorporation for:

**CHAOS RODS, INC.**

Also, a check in the amount of Seventy dollars (\$70.00) is enclosed to cover the incorporation fees of said corporation.

If there are any questions regarding this corporation please do not hesitate to contact me at (561) 732-8822.

Sincerely,



Raymond R. Rex, Jr.  
Rex Accounting Services, Inc.

enc: 3

9/3/21/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
07 MAR 12 2012 12

**ARTICLES OF INCORPORATION**  
**of**

**CHAOS RODS, INC.**

We, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a Corporation under the laws of the State of Florida providing for the formation, liability, right, privileges and immunities of corporations for profit.

**ARTICLE I. NAME**

The name of this Corporation shall be as follows:

**CHAOS RODS, INC.**

**ARTICLE II. NATURE OF BUSINESS**

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida specifically for making and selling fishing rods.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is one thousand (1000) shares of common stock of one dollar (\$1.00) par value.

**ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this Corporation will begin business will not be less than one hundred (\$100.00) dollars.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to have perpetual existence.

**ARTICLE VI. ADDRESS**

The initial street address in the State of Florida of the principal office shall be as follows:

1315 Central Terrace  
Lake Worth, FL 33460

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

#### ARTICLE VII. INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders, but shall never be less than one. The name and address of the initial Director of this Corporation is:

Tim Allen  
1315 Central Terrace  
Lake Worth, Fl 33460

#### ARTICLE VIII. INCORPORATORS

The name and address of the incorporator:

Tim Allen  
1315 Central Terrace  
Lake Worth, FL 33460

#### ARTICLE IX. BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders.

#### ARTICLE X. AMENDMENT

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

#### ARTICLE XI. SUB CHAPTER S CORPORATION

This Corporation may be a Sub-chapter S Corporation as defined by the Internal Revenue Code.



**ARTICLE XII. REGISTERED AGENT AND REGISTERED OFFICE**

The Registered Agent, listed below, with address, accepts this position as signed below:

Tim Allen  
1315 Central Terrace  
Lake Worth, FL 334630

The Registered office will be located at the address below:

1315 Central Terrace  
Lake Worth, FL 33460

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators have thereunto set our hand and seal on May 14, 1997 for the purpose of forming this Corporation under the laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these articles of Incorporation, and certify that the facts herein stated are true.

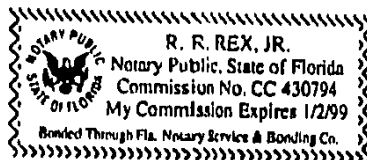
Tim Allen  
INCORPORATOR

SWORN TO AND SUBSCRIBED BEFORE ME

THIS 14<sup>th</sup> DAY OF May 1997

[Signature]  
NOTARY PUBLIC

My Commission Expires: 1/2/99




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, CHAOS RODS, INC. desiring to  
organize under the laws of the State of Florida, with its principal office as indicated in the  
Articles of Incorporation in the city of Lake Worth, County of Palm Beach, State of  
Florida has named Tim Allen whose address is 1315 Central Terrace, Lake Worth, Fl  
33460 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation,  
at the place designed in this Certificate, I hereby accept to act in this capacity, and  
agree to comply with the provision of said Act relative to keeping open said office.

BY:

  
Tim Allen

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JAN 10 2007