

P97000090637

TROLLING MASTER, INC.

551 S. CONGRESS AVE #12
DELRAY BEACH, FL 33444

SEPTEMBER, 1997

Secretary of State
Capitol Building
Tallahassee, Florida
32304

600002324996--8
-10/20/97--01175--007
*****70.00 *****70.00

Attention: Corporation Division

RE: TROLLING MASTER, INC.

600002324996--8
-10/20/97--01175--007
*****70.00 *****70.00

Dear Sir:

Please accept for filing, the Articles of Incorporation and the Resident Agent form which designates the Resident Agent for the above-captioned corporation. Enclosed is our check in the amount of \$70.00 to cover the following fees:

Filing Original Articles of Incorporation	\$ 35.00
Resident Agent Fee	35.00
Total	\$ 70.00

Cordially,

Donald R. Stokes

DONALD R. STOKES

FILED
97 OCT 20 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Waden OCT 22 1997

CERTIFICATE OF INCORPORATION

-OF-

TROLLING MASTER, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is TROLLING MASTER, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000,000 all of which shall be common shares with par value of \$0.01.

ARTICLE V. REGISTERED OFFICE

The street address and mailing address of the principal place of business is 551 S. CONGRESS AVE #12, DELRAY BEACH, FL 33444, and the street address of the initial registered office of the corporation is 551 S. CONGRESS AVE #12, DELRAY BEACH, FL 33444 and the name of the initial registered agent is DONALD R. STOKES.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of two members, but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the Bylaws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

The names and addresses of the Directors which constitutes the first Board of Directors of the Corporation is:

NAME
DONALD R. STOKES

ADDRESS
551 S. CONGRESS AVE #12
DELRAY BEACH, FL 33444

CHRISTINE A. STOKES

551 S. CONGRESS AVE #12
DELRAY BEACH, FL 33444

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of the corporation is:

NAME
DONALD R. STOKES

ADDRESS
551 S. CONGRESS AVE #12
DELRAY BEACH, FL 33444

IN WITNESS WHEREOF, the undersigned have subscribed their names this 10 day of Oct. 1997.

Donald R. Stokes
DONALD R. STOKES

Christine A. Stokes
CHRISTINE A. STOKES

STATE OF ~~FLORIDA~~ *Pa.*)
Allegheny
COUNTY OF ~~PALM BEACH~~)

:SS

On this 10 day of Oct. 1997, before me, the undersigned officers, personally appeared DONALD R. STOKES and CHRISTINE A. STOKES, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Notarial Seal
Anna Mae Vorous, Notary Public
Plum Boro, Allegheny County
My Commission Expires Feb. 28, 2001
Member, Pennsylvania Association of Notaries

Anna Mae Vorous
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

FILED
97 OCT 20 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
SECRETARY OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

TROLLING MASTER, INC.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:


TROLLING MASTER, INC., a corporation organized under the laws of the state of Florida, with its principal office at 551 S. CONGRESS AVE #12, DELRAY BEACH, FL 33444 has named DONALD R. STOKES located at 551 S. CONGRESS AVE #12, DELRAY BEACH, FL 33444, county of PALM BEACH, as its agent to accept service of process within this state.

<u>OFFICERS</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESSES</u>
DONALD R. STOKES	President/Dir	551 S. CONGRESS AVE #12 DELRAY BEACH, FL 33444
CHRISTINE A. STOKES	Sect/Treas/Dir.	551 S. CONGRESS AVE #12 DELRAY BEACH, FL 33444

ACCEPTANCE

I agree as Resident Agent to accept Service of Process: to keep this office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.

DATED: 10-10-97


DONLAD R. STOKES
Resident Agent