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TRANSMITTAL LETTER SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
PO BOX 6327  
TALLAHASSEE, FLORIDA 32314

8000002342429--5  
-11/10/97--01060--008  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: FISH-N-STUFF BAIT & TACKLE INC.  
(PROPOSED CORPORATE NAME)

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF  
INCORPORATION AND OUR CHECK FOR \$122.50.

FROM:

BONNIE HERSEY  
NAME (PRINTED OR TYPED)

RT 4 BOX 1429-B  
ADDRESS

PALATKA, FLORIDA 32177  
CITY, STATE, & ZIP

(904) 325-4111  
TELEPHONE NUMBER

P.Hall NOV 13 1997

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

THE UNDERSIGNED, DESIRING TO ORGANIZE A CORPORATION UNDER CHAPTER 607, FLORIDA STATUTES, SET FORTH THE FOLLOWING:

**ARTICLE I**

THE NAME OF THIS CORPORATION SHALL BE FISH-N-STUFF BAIT & TACKLE INC.. THE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION AND THE MAILING ADDRESS OF THE CORPORATION IS: 1405 HWY 19 SOUTH PALATKA, FLORIDA 32177.

**ARTICLE II**

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

**ARTICLE III**

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED IS TO INCLUDE THE TRANSACTION OF ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT.

**ARTICLE IV**

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS 500 SHARES COMMON STOCK ALL OF ONE CLASS, EACH SHARE HAVING A PAR VALUE OF \$1.00, WHICH MAY BE ISSUED FOR SUCH CONSIDERATION HAVING A VALUE OF NOT LESS THAN THE PAR VALUE OF THE SHARES ISSUED THEREFORE AS TO THE BOARD OF DIRECTORS SHALL BE DEEMED APPROPRIATE.

**ARTICLE V**

THE STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE IS RT 4 BOX 1429-B PALATKA, FLORIDA 32177, AND THE NAME OF THE REGISTERED AGENT AT THAT OFFICE IS BONNIE HERSEY. A WRITTEN ACCEPTANCE AS REQUIRED IN SECTION 607.001, F.S. IS ATTACHED HERETO AND MADE A PART HEREOF.

**ARTICLE VI**

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS IS TWO (2), AND THE NAMES OF THE PERSONS WHO SHALL SERVE AS DIRECTORS ARE: BONNIE HERSEY  
TILMON LOWE

**ARTICLE VII**

THE DATE AND TIME OF THE COMMENCEMENT OF THE CORPORATE EXISTENCE SHALL BE THE DAY OF THE FILING OF THESE ARTICLES OF INCORPORATION WITH THE SECRETARY OF STATE OF THE STATE OF FLORIDA.

**ARTICLE VIII**

THE OFFICERS OF THIS CORPORATION SHALL CONSIST OF A PRESIDENT, SECRETARY, AND TREASURER, EACH OF WHOM SHALL BE APPOINTED BY THE BOARD OF DIRECTORS. SUCH OTHER OFFICERS AND ASSISTANTS AND AGENTS AS MAY BE DEEMED NECESSARY MAY BE ELECTED OR APPOINTED BY THE BOARD OF DIRECTORS FROM TIME TO TIME.

**ARTICLE IX**

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) OF THESE ARTICLES OF INCORPORATION IS:

BONNIE HERSEY RT 4 BOX 1429-B PALATKA, FLORIDA 32177  
TILMON LOWE RT 1 BOX 5530 PALATKA, FLORIDA 32177

THE UNDERSIGNED INCORPORATOR(S) HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 4TH DAY OF NOV 1997.

Bonnie M. Hersey  
SIGNATURE

Tilmon Lowe  
SIGNATURE

**REGISTERED AGENT'S ACCEPTANCE:**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS APPLICATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Bonnie M. Hershey  
NAME:

RT 4 BOX 1429-B  
ADDRESS

PALATKA, FLORIDA 32177  
CITY, STATE, ZIP

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