



THE UNITED STATES
CORPORATION
COMPANY

P98000007426

ACCOUNT NO. : 072100000032

REFERENCE : 679371 40867A

AUTHORIZATION

Patricia Papp

COST LIMIT : \$ 70.00

ORDER DATE : January 23, 1998

ORDER TIME : 12:17 PM

ORDER NO. : 679371-005

CUSTOMER NO: 40867A

CUSTOMER: Ms. Wendy Snow
THE COMPANY CORPORATION

300002410483--5

Suite 3410
1313 N. Market Street
Wilmington, DE 19801-1150

DOMESTIC FILING

NAME: TACKLE MASTERS CO.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

98 JAN 23 PM 3:02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DIVISION OF CORPORATIONS

98 JAN 23 PM 1:20

RECEIVED

1/23/98

**ARTICLES OF INCORPORATION
OF
TACKLE MASTERS CO.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 PM 3:02

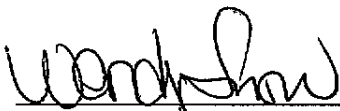
The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST:** The name of the corporation shall be **TACKLE MASTERS CO.**
- SECOND:** The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.
- THIRD:** The principal address of the corporation is 3640 Investment Lane #19, Rivera Beach, FL 33404.
- FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- FIFTH:** The total authorized stock of this corporation is divided into 100 share(s) at no par value.
- SIXTH:** The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Duane H. Lewis 800 Lakeside Drive, North Palm Beach, FL 33408.
- SEVENTH:** The duration of the corporation is perpetual.
- EIGHT:** This is a Close Corporation.

NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Wendy Snow c/o The Company Corporation
1313 N. Market Street
Wilmington, DE 19801

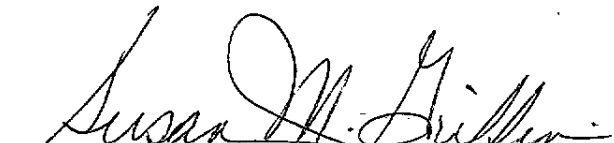
We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 20th day of January, 1998.



State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 20th day of January 1998, by Wendy Snow.



Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington, DE 19801 (302) 575-0440.

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

First, this TACKLE MASTERS CO.

_____ as its agent for service of process within Florida.

Larry White

Date _____