

P 98000009501

TRANSMITTAL LETTER

FILED

98 JAN 29 AM 9:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500002404625--7
-01/20/98--01051--012
*****78.75 *****78.75

SUBJECT: Ultimate Fishing Center, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$78.75.

From: Joe Colosseo

9385 1/2 BAY PINES BLVD
ST PETERSBURG FLA
33708

813) 397-4619

Joe Colosseo
AUTHORIZATION BY PHONE TO
CORRECT *address* *throughout*
DATE *1/27/98*
DOC. EXAM. *principal address*

098-1499
P-Hall JAN 28 1998
P-Hall JAN 30 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 22, 1998

JOE COLOSSEO
9385 BAY PINES BLVD
BAY PINES, FL 33744

SUBJECT: ULTIMATE FISHING CENTER, INC.
Ref. Number: W98000001499

We have received your document for ULTIMATE FISHING CENTER, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 598A00003515

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
UTLIMATE FISHING CENTER, INC.**

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Ultimate Fishing Center, Inc..

**ARTICLE II
SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$1.00 per share.

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

0420493441250 3/8/93 4/5/99

Joe Colosseo
9385 Bay Pines Blvd
St. Petersburg, FL 33708

Ultimate Fishing Center, Inc. mailing address: (principal office)
PO Box 4007
Bay Pines, FL 33744

**ARTICLE IV
PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Joe Colosseo
9385^{1/2} Bay Pines Blvd.
St. Petersburg, FL 33708

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.


**ARTICLE VI
LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


Joe Colosseo, Incorporator
9385 1/2 Bay Pines Blvd.
St. Petersburg, FL 33708

State of Florida, County of Pinellas, ss:

Subscribed and sworn to (or affirmed) before me this 15th day of January, 1998.


Notary Public



Deborah A Parrish
My Commission CC572616
Expires Oct. 18, 2000

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Ultimate Fishing CENTER, Inc.

2. The name and address of the registered agent and office is:

Joseph Colosseo

(NAME)

9385 1/2 Bay Pines Blvd.

(P.O. BOX NOT ACCEPTABLE)

St. Petersburg, FL 33708

(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

SIGNATURE 

(corporate officer)

TITLE President

DATE 25 JAN 98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE 25 JAN 98