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THE WATSON HOUSE  
1903

Law Offices of  
*John W. Merting, P.A.*  
421 North Palafox Street  
Pensacola, Florida 32501

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(904) 438-9640  
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BOARD CERTIFIED  
ADMIRALTY & MARITIME LAW

900002428499--5  
-02/12/98--01026--008  
\*\*\*\*122.50 \*\*\*\*122.50

January 30, 1998

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

RE: PENSACOLA GAMEFISH, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation and Designation of Registered Agent for service of process on the above-captioned corporation. It is our wish that the corporate existence of the corporation begin on January 30, 1998.

Please process these documents accordingly and return a certified copy to us at your earliest convenience.

Included herewith is a check in the amount of \$122.50 to cover the filing fee, certified copy and registered agent designation.

Thank you for your assistance.

Yours very truly,

  
JOHN W. MERTING

JWM/leh  
Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 19 AM 9:04

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2-12-98  
W5



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 12, 1998

JOHN W. MERTING  
421 N. PALAFOX ST.  
PENSACOLA, FL 32501

SUBJECT: PENSACOLA GAMEFISH, INC.  
Ref. Number: W98000003217

We have received your document for PENSACOLA GAMEFISH, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6995.

Wanda Sampson  
Document Specialist

Letter Number: 598A00008313

*409 E. Gann. St.  
32399.*

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION OF  
PENSACOLA GAMEFISH, INC.**

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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I. NAME**

The name of the corporation is PENSACOLA GAMEFISH, INC.

**ARTICLE II. DURATION**

This corporation shall have a perpetual existence commencing on February 18, 1998, the date of execution hereof.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV. CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of Common Stock.

**ARTICLE V. PREEMPTIVE STOCK**

Stockholders shall have preemptive rights to buy stock except as may otherwise be provided by the Board of Directors.

**ARTICLE VI. PRINCIPAL OFFICE, INITIAL  
REGISTERED OFFICE AND AGENT**

The street address of the principal office of this corporation is 1717 N. "E" Street, Suite 424, Pensacola, Florida 32501; and the initial registered officer of this corporation is JOHN ALEXANDER TUCKER, and the name of the initial registered agent of this corporation is John W. Merting, Esquire of John W. Merting,

P.A., 421 North Palafox Street, Pensacola, Florida 32501. 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**

The name and street address of the initial directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John Alexander Tucker	1717 N. "E" Street, Suite 424 Pensacola, FL 32501

There shall be a minimum of one director and a maximum of three directors.

**ARTICLE VIII. INCORPORATORS**

The name and street address of the Incorporator to these Articles of Incorporation is as follows:

JOHN ALEXANDER TUCKER  
1717 N. "E" Street, Suite 424  
Pensacola, FL 32501

**ARTICLE IX. AMENDMENT OF ARTICLES  
OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement

manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and does make and file these Articles of Incorporation and does certify that the facts contained herein are true.

  
JOHN ALEXANDER TUCKER

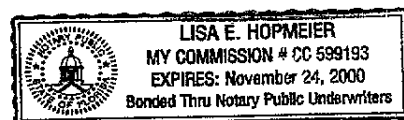
STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned Notary Public, in and for said State and County, appeared JOHN ALEXANDER TUCKER, the subscribing incorporator to the foregoing Articles of Incorporation, to me well known, and known to me to have executed the foregoing Articles of Incorporation and acknowledged and declared that he did make, execute, subscribe and acknowledge the foregoing Articles of Incorporation as his voluntary act and deed for the purpose of forming a body corporate, pursuant to and under the provisions of the laws of the State of Florida, and the foregoing Articles of Incorporation and that the facts set forth are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of January, 1998.

  
NOTARY PUBLIC, STATE OF FLORIDA



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First: That PENSACOLA GAMEFISH, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Pensacola, Florida, County of Escambia, State of Florida, has named JOHN W. MERTING, ESQUIRE, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated corporation at the place designated 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: 

JOHN W. MERTING, ESQUIRE  
(Registered Agent)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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