

5/20/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (950)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WORLD SHOOTING HERITAGE FOUNDATION, INC.

AUDIT NUMBER.....H98000009553

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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ARTICLES OF INCORPORATION
OF
WORLD SHOOTING HERITAGE FOUNDATION, INC.

(A)

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation.

WITNESSETH:

ARTICLE I
NAME

The name of the corporation is:

WORLD SHOOTING HERITAGE FOUNDATION, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III
PURPOSES

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

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 70,000 shares of Class A Common Stock with no par value and 30,000 shares of Class B Common Stock with no par value.

ARTICLE V
VOTING RIGHTS

The Class A Common Stock of the corporation shall have voting rights. Except as to the extent prohibited by Chapter 607, Florida Statutes, the Florida Business Corporation Act, the Class B Common Stock shall have no right to vote.

ARTICLE VI
QUORUM FOR SHAREHOLDER'S MEETINGS

Unless otherwise provided for in the corporation's bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 2455 East Sunrise Boulevard, Suite 917, Fort Lauderdale, Florida, 33304, and the name of the initial registered agent of this corporation at such address is Harold S. Bofshever, Esq.

This instrument prepared by:
Harold S. Bofshever & Associates, P.A.
2455 East Sunrise Boulevard, Suite 917
Fort Lauderdale, Florida 33304
Florida Bar No. 210064

(954) 563-2727

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ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

Andrew Molchan
2455 East Sunrise Boulevard
Suite 916
Fort Lauderdale, FL 33304

ARTICLE IX
INCORPORATION

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

Andrew Molchan
2455 East Sunrise Boulevard
Suite 916
Fort Lauderdale, FL 33304

ARTICLE X
INDEMNIFICATION

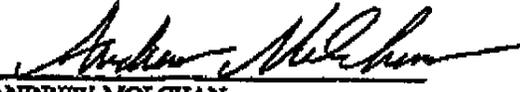
The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE XI
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is:

2455 East Sunrise Boulevard
Suite 916
Fort Lauderdale, FL 33304

IN WITNESS WHEREOF, I have subscribed my name this 20 day of May, 1998.


ANDREW MOLCHAN
Incorporator

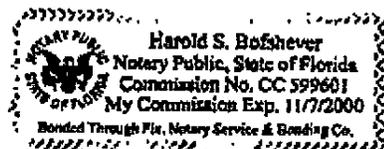
STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 20th day of May, 1998 by ANDREW MOLCHAN, who is personally known to me or has produced _____ as identification.

NOTARY PUBLIC - State of Florida

My commission expires:

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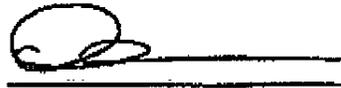
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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

That **WORLD SHOOTING HERITAGE FOUNDATION, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Fort Lauderdale, County of Broward, State of Florida has named **HAROLD S. BOFSHEVER**, located at 2455 East Sunrise Boulevard, Suite 917, City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at 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.



HAROLD S. BOFSHEVER
Registered Agent

98 MAY 21 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
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