

ACCESS
INCORPORATION



P98000052253

June 5, 1998

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-06/09/98--01032--006

*****78.75 *****78.75

Please send filings to

Access Incorporation Services
21550 Oxnard Street, Suite 300
Woodland Hills, CA 91367



If there are any questions or problems, please call (818) 702-0340.

APPROVED
AND
FILED

98 JUN -9 AM 10:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 11 1998

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

TackleMania.Com, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3024 Ashland Terrace

Clearwater, FL 33761

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

David Raehpour

3024 Ashland Terrace, Clearwater, FL 33761

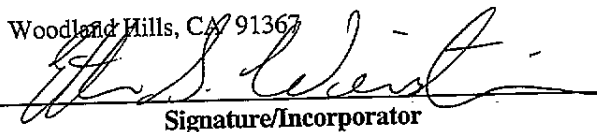
ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Ethan Weinstein

21550 Oxnard Street, Suite 300

Woodland Hills, CA 91367

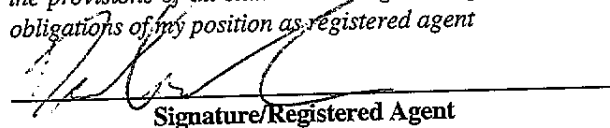

Signature/Incorporator

June 1, 1998

Date

(An additional article must be added if an effective date is requested.)

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/Registered Agent

6-5-98

Date

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