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RONALD M. BARRON
(1945-1994)
OF COUNSEL
RICHARD MORTON

VIA FEDERAL EXPRESS

June 30, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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Re: Sportsman Series, Inc.
Our File No. 09540001

Dear Sir or Miss:

Enclosed, for filing, please find an original and one copy of the Articles of Incorporation for Sportsman Series, Inc. Please be kind enough to process same and return a Certificate and stamped copy to the undersigned in the envelope provided. Also enclosed is our firm's check payable to the Department of State in the sum of \$122.50 representing the filing fees.

Should you have any question regarding this matter, please do not hesitate to contact the undersigned.

Very truly yours,

KATZ, BARRON, SQUITERO, FAUST
& BERMAN, P.A.

Sue Zimmerman
Sue Zimmerman, Paralegal

FILED
98 JUL -1 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/sjz
enclosures

cc: Richard B. Ivans, Esq.

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ARTICLES OF INCORPORATION
OF
SPORTSMAN SERIES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is SPORTSMAN SERIES, INC.. The mailing address of the corporation shall be c/o 2699 South Bayshore Drive, 7th Floor, Miami, Florida 33133, ATTN: Richard B. Ivans, Esq..

ARTICLE II
DURATION

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III
PURPOSE

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE IV
POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue 600 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

Richard B. Ivans, Esq.
Katz, Barron, Squitero, Faust & Berman, P.A.
2699 South Bayshore Drive - 7th Floor
Miami, Florida 33133

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2699 South Bayshore Drive, 7th Floor, Miami, Florida 33133, and the name of the initial registered agent of this corporation at that address is CORPCO, INC.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 30th day of June, 1998.



RICHARD B. IVANS, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, we have caused this Statement to be signed on this 30th day of June, 1998.

CORPCO, INC.

By: 

DAVID S. DROBNER, Vice President