

TRANSMITTAL LETTER

P98000-73965

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

000002622880--9
-08/24/98--01054--009
****131.25 ****131.25

SUBJECT: WOLFF FISHING PRODUCTS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: VINICIUS WOLFF
Name (Printed or typed)
239 FLUVIA AVE.
Address
CORAL GABLES, FL 33134
City, State & Zip
305-8059933
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG 24 AM 7:22

FILED

F. CHESSER AUG 25 1998

NOTE: Please provide the original and one copy of the articles.

ARTICLE OF INCORPORATION
WOLFF FISHING PRODUCTS, INC.

Article I

NAME OF CORPORATION

The name of this corporation shall be:
WOLFF FISHING PRODUCTS, INC.

With the principal place of business located at:
7381 N.W. 54th Street
Miami, FL 33166

FILED
98 AUG 24 AM 7:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II

GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

Article III

CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of Common Stock, par value \$0.01 (one U.S. cent) per share.

Article IV

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this Corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V

INITIAL REGISTERED OFFICE

The street address of the registered office of this Corporation is:
7381 N.W. 54th Street
Miami, FL 33166

The name of the initial REGISTERED AGENT of this Corporation is:
SUSANA D. WOLFF

Article VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) initially, the number of Directors may be either increased or diminished from time to time the bylaws, but shall never be less than one

(1). The initial Director(s) of this Corporation is/are:

Susana D. Wolff

Article VII

INCORPORATOR

The name and address of the person signing this article is:

SUSANA D. WOLFF
7381 N.W. 54th Street
Miami, FL 33166

Article VIII

MANAGEMENT OF CORPORATION SHAREHOLDERS

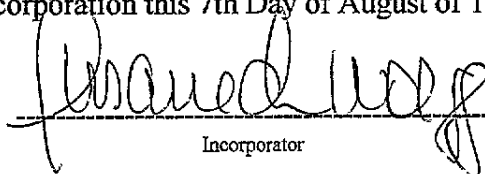
All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the Director of, shareholders of this Corporation.

Article IX

BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested en the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporator has executed these Article of Incorporation this 7th Day of August of 1998.


Incorporator

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM
PROCESS MAY BE SERVED

WITNESSETH:

That WOLFF FISHING PRODUCTS, INC. desiring to organize under the laws of the
State of Florida, which will have its principal office in the County of Dade, State of
Florida has appointed:

SUSANA D. WOLFF

As its agent accept service of process within the State.

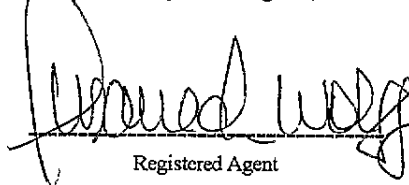
ACKNOWLEDGMENT:

Having been named by the first Board of Directors of:

WOLFF FISHING PRODUCTS, INC.

To accept service of process for the above stated Corporation at the place designated in
this Certificate, I hereby agree to act in the capacity of Registered Agent for said
Corporation, and agree to comply with the applicable provision of the Florida Statutes.

This 7th day of August, 1998


Registered Agent

FILED
98 AUG 24 AM 7:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE
AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED.

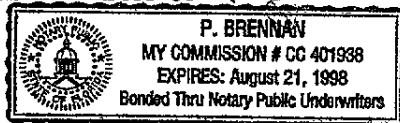
WOLFF FISHING PRODUCTS, INC.

KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL
SEAL,

IN THE STATE AND COUNTY AFORESAID

THIS 18 DAY OF August, 1998



P. Brennan
NOTARY PUBLIC
STATE FLORIDA AT LARGE

My commission expires: