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FEBRUARY 25, 1999

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

900002806539--0
-03/15/99--01141--012
****122.50 *****78.75

RE: DEEP DROP FISHING, INC.

TO THE SECRETARY OF STATE:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER
WITH COPY OF SAID ARTICLES FOR DEEP DROP FISHING, INC.
AND OUR CHECK IN THE AMOUNT OF \$122.50 TO COVER ALL OF
NECESSARY FILING FEES REQUIRED.

RESPECTFULLY SUBMITTED,

DEEP DROP FISHING, INC.

FILED
99 MAR 15 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
3-19-99

CERTIFICATE OF INCORPORATION

OF

DEEP DROP FISHING, INC.

FILED
99 MAR 15 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER
FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF
STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES
OF THE SAID STATE OF FLORIDA.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

DEEP DROP FISHING, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS
PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE
STATE OF FLORIDA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF CAPITAL STOCK THAT THIS
CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS
FIVE HUNDRED (500) SHARES OF COMMON STOCK, HAVING A PAR
VALUE OF ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL
BEGIN BUSINESS SHALL BE THE SUM OF NOT LESS THAN FIVE HUNDRED
(\$500.00) DOLLARS.

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS SOONER
DISSOLVED ACCORDING TO LAW.

ARTICLE VI

THE INITIAL STREET OF THE PRINCIPAL OFFICE SHALL BE:

7000 HOOD STREET
HOLLYWOOD, FLORIDA 33024

ARTICLE VII

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE
AT LEAST ONE (1) AND NO MORE THAN FIFTEEN (15).

ARTICLE VIII

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST
BOARD OF DIRECTORS ARE AS FOLLOWS:

LAURENCE MALLY
7000 HOOD STREET
HOLLYWOOD, FLORIDA 33024

ARTICLE IX

THE NAMES AND STREET ADDRESSES OF THE PERSONS SIGNING
THESE ARTICLES OF INCORPORATION AS SUBSCRIBED IS AS FOLLOWS:

LAURENCE MALLY
7000 HOOD STREET
HOLLYWOOD, FLORIDA 33024

ARTICLE X

THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN ON THE DATE THE ARTICLES OF INCORPORATION ARE FILED OF RECORD.

IN WITNESS WHEREOF, THE UNDERSIGNED, LAURENCE MALLY, BEING A NATURAL PERSON, COMPETENT TO CONTRACT, HAVE HEREUNTO SET HIS HAND AND SEALS THIS 13 DAY OF MARCH 19 99.

Laurence Mally

STATE OF FLORIDA}

}SS

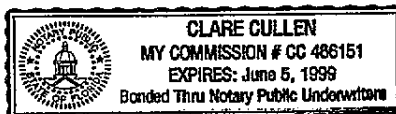
COUNTY OF MIAMI - DASE

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC OF THE STATE OF FLORIDA PERSONALLY APPEARED LAURENCE MALLY TO ME WELL KNOWN AND KNOWN TO ME TO BE THE INDIVIDUAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME FREELY AND VOLUNTARILY FOR THE PURPOSE THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL THIS 13 DAY OF MARCH 19 99.

Clare Cullen
NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



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

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST: THAT DEEP DROP FISHING, INC., DESIRING TO
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL OFFICES AS INDICATED IN THE ARTICLES OF
INCORPORATION, IN THE COUNTY OF BROWARD, STATE OF FLORIDA
HAS NAMED LAURENCE MALLY, LOCATED AT 7000 HOOD STREET
HOLLYWOOD, FLORIDA, 33024, AS ITS AGENT TO ACCEPT
SERVICES OF PROCESS WITHIN THIS STATE.

99 MAR 15 AM 9:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICES 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 PROVISIONS OF SAID ACT RELATIVE TO
KEEPING OPEN SAID OFFICE.

BY: Laurence Mally

RESIDENT AGENT