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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : BERGER DAVIS & SINGERMAN
Account Number : I19990000048
Phone : (954)525-9900
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FLORIDA PROFIT CORPORATION OR P.A.

Litening Sport Fishing, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
LITENING SPORT FISHING, INC.
A FLORIDA CORPORATION**

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Litening Sport Fishing, Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

68 Fiesta Way
Fort Lauderdale, Florida 33301

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Prepared by:
James L. Berger, Esq.
Berger Davis & Singerman
100 N.E. 3rd Avenue, #400
Fort Lauderdale, FL 33301
Tel. No. 954-525-9900
Florida Bar No. 678920
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ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Berger Davis & Singerman, 100 N.E. 3rd Avenue, Suite 400, Fort Lauderdale, Florida, 33301, and the name of the initial Registered Agent of the Corporation at that address is James L. Berger.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
WILLIAM THIES, JR.	68 Fiesta Way Fort Lauderdale, Florida 33301
NANCY THIES	68 Fiesta Way Fort Lauderdale, Florida 33301

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ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

Name

Address

JAMES L. BERGER


Berger Davis & Singerman
100 N.E. 3rd Avenue, #400
Fort Lauderdale, Florida 33301

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
14 day of April, 1999.


JAMES L. BERGER
Incorporator

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STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

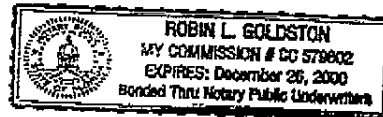
Sworn to and subscribed before me this 14th day of April, 1999, by JAMES L. BERGER.

(X) Personally known to me; or

() Produced Identification; Type of Identification produced _____

NOTARY PUBLIC:

Sign: Robin L. Goldston
Print Name: Robin L. Goldston
Commission No.: CC 579802
My Commission Expires: 12/26/00



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of LITENING SPORT FISHING, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of LITENING SPORT FISHING, INC.

Dated: April 14, 1999

James L. Berger
JAMES L. BERGER
Initial Registered Agent

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TALLAHASSEE FLORIDA