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NANCY G. FARAGE

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -1 AM 11:43
POST OFFICE BOX 173027
TAMPA, FLORIDA 33672

May 28, 1999

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

EFFECTIVE DATE
5-28-99

800002891258--4
-06/01/99--01123--011
*****78.75 *****78.75

Re: Manasota Fishing, Inc.

Gentlemen:

Enclosed please find two originals of the Articles of Incorporation and two originals of a Certificate Designating Registered Agent for the above-named corporation. Please file the original Articles and return a certified copy to me.

Also enclosed is a check in the amount of \$78.75, representing the filing fee of \$35.00, certified copy fee of \$8.75, and a registered agent fee of \$35.00.

Please note that the date of commencement of corporate existence of the above corporation is May 28, 1999.

Thank you for your assistance and cooperation in this matter. If you have any questions, do not hesitate to call me.

Sincerely yours,


NANCY G. FARAGE

NGF:lsv
Enclosures

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ARTICLES OF INCORPORATION
OF
MANASOTA FISHING, INC.

The undersigned subscriber to these Articles of Incorporation,
a natural person competent to contract, hereby forms a corporation
under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

MANASOTA FISHING, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful
activities or business permitted under the laws of the United
States, the State of Florida, or any other state, country,
territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is
authorized to have outstanding at any one time is one hundred (100)
shares having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

The existence of this corporation shall commence on May 28, 1999, and this corporation shall have perpetual existence.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 707 North Franklin Street, 4th Floor, Tampa, Florida 33602, and the name of the initial registered agent of this corporation at that address is Nancy G. Farage.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws adopted by the shareholders. The name and address of the initial director of this corporation are:

<u>Name</u>	<u>Address</u>
Nancy G. Farage	707 North Franklin Street, 4th Floor Tampa, FL 33602

ARTICLE VII

SUBSCRIBERS

The name and post office address of the subscriber to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Nancy G. Farage	707 North Franklin Street, 4th Floor Tampa, FL 33602

ARTICLE VIII

BY-LAWS

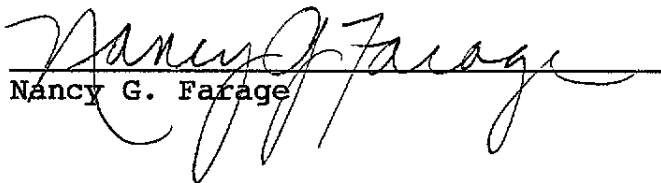
The Board of Directors is authorized to adopt By-Laws, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates and provisions prohibiting the transfer of the stock of the corporation and of the preemptive rights to such stock, provided such By-Laws are not contrary to the laws of the State of Florida.

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority, or such greater number as may be specified in the By-Laws, of the shares of stock entitled to vote thereon unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 28th day of May, 1999.

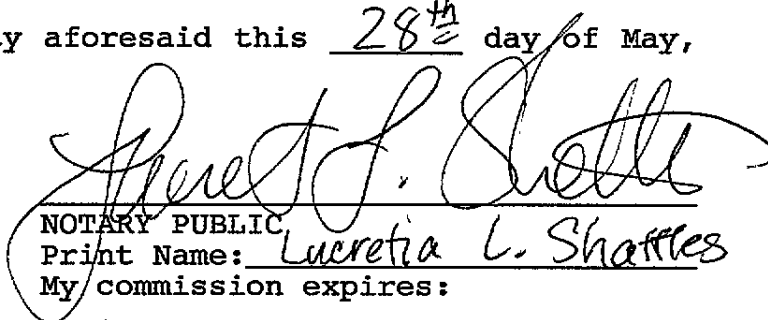

Nancy G. Farage

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Nancy G. Farage, known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed. Nancy G. Farage is personally known to me and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 28th day of May, 1999.


NOTARY PUBLIC
Print Name: Lucretia L. Shattles
My commission expires:



LUCRETIA L. SHATTLES
COMMISSION # CC618081
EXPIRES FEB 02, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered agent, in the state of Florida.

1. The name of the corporation is: Manasota Fishing, Inc.

2. The name and address of the registered agent and office is:

Nancy G. Farage

(NAME)

707 North Franklin Street, 4th Floor

(P.O. BOX NOT ACCEPTABLE)

Tampa, FL 33602

(CITY/STATE/ZIP)

SIGNATURE

Nancy G. Farage

TITLE Incorporator

DATE

May 28, 1999

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 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

Nancy G. Farage

DATE

May 28, 1999

REGISTERED AGENT FILING FEE: \$35.00

FILED STATE
SECRETARY'S OFFICE
DIVISION OF CORPORATIONS
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