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MICHAEL L. BREWER

Attorney at Law

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July 20, 1999

FILED  
89 JUL 23 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

RE: New Smyrna Beach Billfish Invitational, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is Brewer, P.A. Trust Account check number 7381 made payable to the Secretary of State in the amount of Seventy-eight and 75/100's (\$78.75) Dollars for the following:

1. Filing Fee	\$ 35.00
2. Certificate of Registered Agent	\$ 35.00
3. Certified copy of Corporate Charter	\$ 8.75
Total	\$ 78.75

Upon filing the original, please certify the copy and return same to the undersigned in the envelope provided for your convenience.

Sincerely,

Michael L. Brewer

Michael L. Brewer, Esq.

MLB/mlv  
Enclosure

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-07/23/99-01059-005

\*\*\*\*\*78.75 \*\*\*\*\*78.75

7-29-99

ARTICLES OF INCORPORATION  
OF

NEW SMYRNA BEACH BILLFISH INVITATIONAL, INC.

ARTICLE I - NAME

The name of this corporation is NEW SMYRNA BEACH BILLFISH INVITATIONAL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized pursuant to Florida Statutes, Chapter 617, and the purpose shall be the non-profit promotion of fishing tournaments.

ARTICLE IV - MEMBERSHIP

The qualification of members and the manner of their admission shall be by invitation in accordance with the procedures established in the By-Laws of this corporation.

ARTICLE V - INITIAL REGISTERED OFFICE, AGENT  
AND PRINCIPAL OFFICE

The street address of the initial registered office is 202 North Flagler Avenue, Edgewater, Florida 32132. The initial agent of this corporation is MICHAEL J. ZELLER. The mailing address for the principal office of this corporation is 202 North Flagler Avenue, Edgewater, Florida 32132.

ARTICLE VI - DIRECTORS

This corporation shall have three (3) directors constituting the initial Board of Directors. The number of directors may be increased or diminished from time to time by a majority of the Board of Directors, but shall never be less than three (3). The names and addresses of the initial directors are:

RONALD L. CARWILE	1701 South Ridgewood Avenue Edgewater, Florida 32132
MICHAEL J. ZELLER	P.O. Box 358 Edgewater, Florida 32132
JAY A. WILSON	375 Walker Road New Smyrna Beach, Florida 32168

ARTICLE VII - SUBSCRIBER

The names and addresses of the persons signing these Articles are:

RONALD L. CARWILE	1701 South Ridgewood Avenue Edgewater, Florida 32132
MICHAEL J. ZELLER	P.O. Box 358 Edgewater, Florida 32132

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ARTICLE VIII - BY-LAWS

The By-Laws of this corporation may be adopted, altered or rescinded by a majority vote of the Board of Directors.

ARTICLE IX - AMENDMENT

These Articles may be amended in the manner provided in the By-Laws of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of July, 1999.

  
RONALD L. CARWILE


  
MICHAEL J. ZELLER

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared RONALD L. CARWILE and MICHAEL J. ZELLER, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19th day of July, 1999.



  
NOTARY PUBLIC  
My Commission Expires: 12/12/2001

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS 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 -- NEW SMYRNA BEACH BILLFISH INVITATIONAL, INC.,  
desiring to organize under the laws of the State of Florida, with  
its principal office, as indicated in the Articles of Incorporation  
at City of Edgewater, County of Volusia, State of Florida, has  
named MICHAEL J. ZELLER, located at 202 North Flagler Avenue, City  
of Edgewater, County of Volusia, State of Florida, as its agent to  
accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate, I  
hereby agree to act in this capacity, and agree to comply with the  
provisions of said Act relative to keeping open said office.

By: 

MICHAEL J. ZELLER

Filing Fee \$40.00

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