

799000101831

SUR-GAFF, INC.  
5755 AUTUMN RIDGE ROAD  
LAKE WORTH, FL 33463  
561-964-2204

October 28, 1999

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

100003036751--9  
-11/05/99--01077--014  
\*\*\*\*122.50 \*\*\*\*78.75

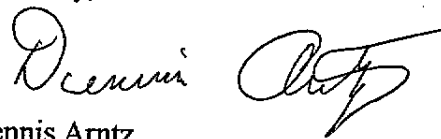
RE: Corporation Name: Sur-Gaff, Inc.  
Articles of Incorporation

To Whom It May Concern:

Please find enclosed a check made payable to the Secretary of State in the amount of \$122.50 to incorporate the above business. Should you have any questions, or there is any problem, please call me at the number above.

Thank you for your attention to this matter.

Sincerely,

  
Dennis Arntz

DEA/pa

FILED  
99 NOV 19 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 8, 1999

DENNIS ARNTZ  
SUR-GAFF, INC.  
5755 AUTUMN RIDGE ROAD  
LAKE WORTH, FL 33463

SUBJECT: SUR-GAFF, INC.  
Ref. Number: W99000025731

We have received your document for SUR-GAFF, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The registered agent and street address must be consistent wherever it appears in your document.

Please list only one person as Registered Agent.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown  
Corporate Specialist

Letter Number: 999A00053896

**ARTICLES OF INCORPORATION**  
**OF**  
**SUR-GAFF, INC.**

**FILED**  
99 NOV 19 AM 9:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby act with the purpose of effecting a corporation under the laws of the State of Florida, by and under the provisions of Chapter 607, of the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of this corporation is SUR-GAFF, INC. The business address is 5755 Autumn Ridge Road, Lake Worth, Florida 33463.

**ARTICLE II**

This corporation shall exist in perpetuity commencing on the date of filing of these Articles of Incorporation by the Secretary of State.

**ARTICLE III**

**NATURE OF THE BUSINESS**

This corporation is formed for the specific purpose of being engaged in every aspect and phase of manufacture, distribution and sale to the public, of a fishing gaff, U. S. Patent No.: 5,832,651, and any products related thereto, or any authorized business, as allowed by law, wherein the nature of this said business is only as it is licensed for the state services provided under the laws of the State of Florida.

**ARTICLE IV**

The aggregate number of shares which this corporation is authorized to issue shall be One Hundred. Such Share shall be of a single class and shall have a par value of One Dollar per Share, which shall be designated "Common Shares".

**ARTICLE V**

The holders of record of the Common Shares shall be entitled to cash dividends by the Board

of Directors in the resolution authorizing such cash dividends.

#### ARTICLE VI

The street address of the initial registered office of this corporation is 5755 Autumn Ridge Road, Lake Worth, FL 33463, the name of the initial registered agent of this corporation is:

Dennis Arntz  
5755 Autumn Ridge Road  
Lake Worth, FL 33463

#### ARTICLE VII

The number of directors constituting the initial Board of Directors of this corporation shall be two. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one. The names and addresses of the persons who are to serve as the initial Board of Directors are:

Dennis Arntz  
5755 Autumn Ridge Road  
Lake Worth, FL 33463

President

Paula Arntz  
5755 Autumn Ridge Road  
Lake Worth, FL 33463

Vice President and Secretary/Treasurer

#### ARTICLE VIII

The names and address of the incorporators are:

Dennis Arntz  
5755 Autumn Ridge Road  
Lake Worth, FL 33463

and

Paula Arntz  
5755 Autumn Ridge Road  
Lake Worth, FL 33463

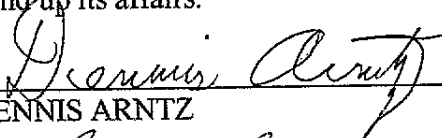
#### ARTICLE IX

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of

Directors and Shareholders.

ARTICLE X

The affirmative vote of two-thirds of the Shares of this corporation, represented at a meeting at which a quorum is present, shall be required to amend these Articles of Incorporation so as to increase or decrease the authorized number of shares, or change the designations, preferences, qualifications, limitations and restrictions; or to merge or consolidate the corporation with or into any other corporation; or to sell, lease, or convey all or substantially all of the assets of the corporation, or voluntarily to dissolve, liquidate, or wind up its affairs.

  
DENNIS ARNTZ

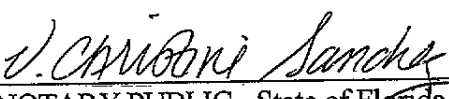
  
PAULA ARNTZ

STATE OF FLORIDA                    }  
   }  
COUNTY OF PALM BEACH        }

I HEREBY CERTIFY, that on this day, before me, an officer duly qualified to take acknowledgments and administer oaths, personally appeared DENNIS ARNTZ and PAULA ARNTZ, who are personally know to me to be the person(s) described therein or who has produced their \_\_\_\_\_, as identification, and executed the foregoing instrument, and that they acknowledged before me that they executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 15<sup>th</sup> day of November, 1999.

(SEAL)

  
NOTARY PUBLIC - State of Florida at Large  
My Commission expires:



V. Christine Sanchez  
MY COMMISSION # CC696184 EXPIRES  
December 25, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

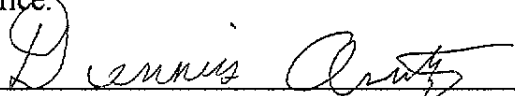
In pursuance of Florida Statutes, the following is submitted , in compliance with said act:

First that SUR-GAFF, 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 Lake Worth, County of Palm Beach, Florida, has named Dennis Arntz of 5755 Autumn Ridge Road, Lake Worth, FL 33463, as its agents to accept service of process within this State.

Acceptance of Authority And Duty as  
REGISTERED AGENT

I, DENNIS ARNTZ, hereby accept the appointment and duties of the Registered Agent for a corporation entitled SUR-GAFF, INC., as set out by the State of Florida. My address is 5755 Autumn Ridge Road, Lake Worth, FL 33463.

Having been named to accept service 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 provision of said Act relative to keeping open said office.

  
DENNIS ARNTZ - Registered Agent

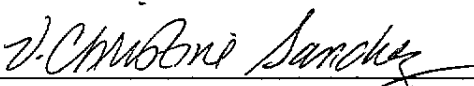
STATE OF FLORIDA }

COUNTY OF PALM BEACH }

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WITNESS my hand and official seal in the County and State last aforesaid this 15th day of November, 1999.

(SEAL)

  
NOTARY PUBLIC - State of Florida at Large  
My Commission expires:



V. Christine Sanchez  
MY COMMISSION # CC696184 EXPIRES  
December 25, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
69 NOV 19 AM 9:11  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE