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FILED JOHN F. LAURENT
of BRADLEY JOHNSON LAW FIRM, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
November 17, 1999

R.T. NELSON, JR.
CLAY A. TERRY
JOHN F. LAURENT
NORMAN WHITE
ROBERT L. WILLIAMS, JR.
D. ANDREW HUNT
MARK H. SMITH

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

500003048736-1
-11/18/99-01056-014
122.50 **78.75

Re: Connersville Bait and Tackle, Inc.

Dear Sirs:

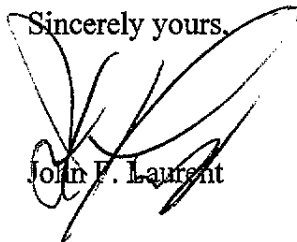
Enclosed please find the original and one (1) copy of the executed Articles of Incorporation for the above-referenced corporation. Also enclosed is the firm's check in the amount of \$122.50, which represents payment of the following:

Filing Fee	\$70.00
Certified Copy	52.50
Total -----	<u>\$122.50</u>

Please return to my office a certified copy of the Articles of Incorporation and the Charter.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,



John F. Laurent

JFL:mrp

Enclosures

cc: Mr. and Mrs. Joe Browder, w/e

PH 11/22/99

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

CONNERSVILLE BAIT AND TACKLE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is Connerville Bait and Tackle, Inc.

ARTICLE TWO

The duration of the corporation is to be perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

1. Retail sales.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of \$1.00. All stock issued shall be held of record by not more than ten (10) persons. Stock shall be issued and transferable to natural persons who are not nonresidential aliens.

ARTICLE FIVE

The street address of the principal office of the corporation is: 3805 Highway 60 East, Bartow, Florida 33830. The street address of the initial registered office of the corporation is: 3805 Highway 60 East, Bartow, Florida 33830. The designated registered agent at that address is: 4425 Meadowridge Drive, Mulberry, Florida 33860.

ARTICLE SIX

The number of directors constituting the initial board of directors is two (2). The name and address of each person who is to serve as a member of the initial board of directors are:

1. **Charles (Joe) L. Browder**
4425 Meadowridge Drive
Mulberry, Florida 33860
2. **Shirley A. Browder**
4425 Meadowridge Drive
Mulberry, Florida 33860

ARTICLE SEVEN

The name and address of each incorporator are:

- 1. **Charles (Joe) L. Browder**
4425 Meadowridge Drive
Mulberry, Florida 33860
- 2. **Shirley A. Browder**
4425 Meadowridge Drive
Mulberry, Florida 33860

ARTICLE EIGHT

There shall be no power to levy any assessment on any shares of the stock of this corporation.

ARTICLE NINE

The power to adopt, alter, amend, or repeal by-laws shall be vested in the board of directors and the shareholders.

Charles L. Browder

CHARLES L. BROWDER

Shirley A. Browder

SHIRLEY A. BROWDER

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, this day personally appeared Charles L. Browder and Shirley A. Browder, who , by me being first duly sworn, who are personally known or _____ who have produced a Florida driver's license as identification and deposes and says that they signed the foregoing Articles of Incorporation for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 17th day of November, A.D., 1999.

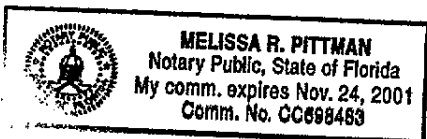
Melissa R. Pittman

Printed Name: MELISSA R. PITTMAN

Notary Public

State of Florida at Large

My Commission Expires:



ACCEPTANCE OF RESIDENT AGENT

I, Charles L. Browder, hereby accept the designation as resident agent of Connersville Bait and Tackle, Inc..

DATED this 17th day of November, A.D., 1999.



CHARLES L. BROWDER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA