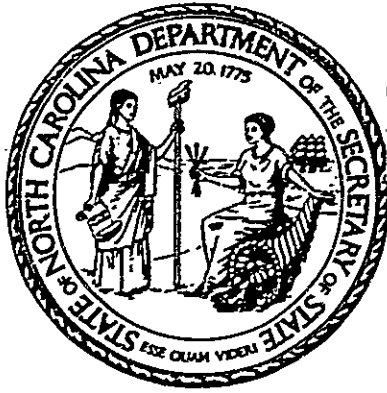




TUGGLE DUGGINS MESCHAN & ELROD, P. A.  
ATTORNEYS AND COUNSELLORS AT LAW  
228 WEST MARKET STREET  
DRAWER X  
GREENSBORO, N. C. 27402

# State of North Carolina

Department  
of the  
Secretary of State

To all to whom these presents shall come, Greeting:

*I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached ( 3 sheets) to be a true copy of*

ARTICLES OF INCORPORATION

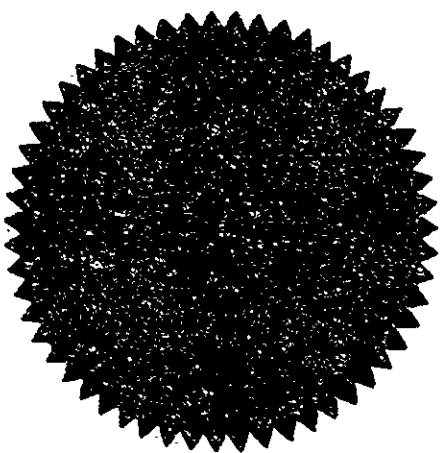
OF

J & D TACKLE, INC.

*and the probates thereon, the original of which was filed in this office on the 16th day of July 19<sub>87</sub>, after having been found to conform to law.*

*In Witness Whereof, I have hereunto set my hand and affixed my official seal.*

*Done in Office, at Raleigh, this 16th day of July in the year of our Lord 19<sub>87</sub>.*



*Thad Eure*  
Secretary of State

SIGNATURE OMITTED PURSUANT TO  
CHAPTER 343, 1987 SESSION LAWS

By  
Deputy Secretary of State

ARTICLES OF INCORPORATION

OF

J & D TACKLE, INC.

DOCUMENT #409451  
DATE 07/18/87 TIME 10:16  
FILED  
THAD EURE  
SECRETARY OF STATE  
NORTH CAROLINA

The undersigned, being of the age of eighteen years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a business corporation under and by virtue of the laws of the State of North Carolina:

I.

The name of the corporation is J & D TACKLE, INC.

II.

The period of duration of the corporation is perpetual.

III.

The purposes for which the corporation is organized are:

(a) To manufacture and distribute (both wholesale and retail) fishing tackle.

(b) To engage in any lawful act or activity for which corporations may be organized under Chapter 55 of the General Statutes of North Carolina.

IV.

The aggregate number of shares which the corporation shall have authority to issue is one hundred thousand (100,000) shares of common capital stock with One Dollar (\$1.00) par value.

V.

The minimum amount of consideration for its shares to be received by the corporation before it shall commence business is One (\$1.00) Dollar in cash or property of equivalent value.

VI.

The shareholders of the Corporation shall have no preemptive right to acquire additional shares or treasury shares of the corporation.

VII.

The address of the initial registered office of the corporation in the State of North Carolina is 230 Cliffwood

BOOK 1618P3457

Drive, Kernersville, Forsyth County, North Carolina 27284 and the name of the initial registered agent at such address is Daniel E. Derby, Jr.

VIII.

The number of directors of the corporation may be fixed by the by-laws. The number of directors constituting the initial Board of Directors shall be two (2) and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and qualified are:

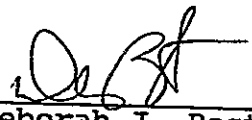
| <u>Name</u>          | <u>Address</u>                                |
|----------------------|-----------------------------------------------|
| Daniel E. Derby, Jr. | 230 Cliffwood Drive<br>Kernersville, NC 27284 |
| John D. Sattler      | 230 Cliffwood Drive<br>Kernersville, NC 27284 |

IX.

The name and address of the incorporator are:

| <u>Name</u>     | <u>Address</u>                                                |
|-----------------|---------------------------------------------------------------|
| Deborah J. Bost | 228 West Market Street<br>Greensboro, North Carolina<br>27401 |

IN WITNESS WHEREOF, I have hereunto set my hand, this 8<sup>th</sup> day of July, 1987.

  
Deborah J. Bost

\*\*\*\*\*

NORTH CAROLINA

COUNTY OF GUILFORD

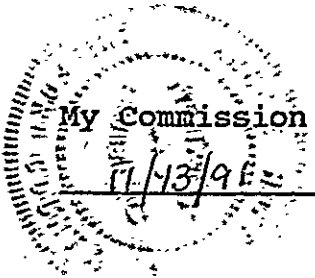
THIS IS TO CERTIFY, that on the 8<sup>th</sup> day of July, 1987, before me a Notary Public, personally appeared Deborah J. Bost, who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, and I having first made known to her the contents thereof, she did

acknowledge that she signed and delivered the same as her voluntary act and deed for the uses and purposes therein expressed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal this the 8<sup>th</sup> day of July, 1987.

Anne E. Hopp  
Notary Public

My Commission Expires:



PRESENTED FOR  
REGISTRATION  
AND RECORDED

JUL 20 9 56 AM '87

L.E. SPEAS  
REGISTER OF DEEDS  
FORSYTH CTY, N.C.

\$8.50 pd -3-  
*John*

BOOK 1618P3459