

STATE OF ALABAMA

COUNTY OF SHELBY

**ARTICLES OF INCORPORATION
OF
P.O.C.O. OF ALABAMA, INC.**

The undersigned, **John E. Martin and Kelvin L. Davis**, desire to become a body corporate for the purpose of carrying on a lawful business in pursuance of the laws of the State of Alabama relating to corporations, and for that purpose does make, sign and file the following Articles of Incorporation pursuant to the provisions of the "Alabama Business Corporation Act", as last amended.

ARTICLE I

The name of the Corporation shall be **P.O.C.O. OF ALABAMA, INC.**

ARTICLE II

The nature of the business and the objects and purposes to be transacted, promoted or carried on by the Corporation are to be any or all of the things herein mentioned as fully, and to the same extent, as natural persons might or could do, in any part of the world, viz:

1. To operate a business whose primary purpose is to conduct and promote fishing tournaments.
2. To borrow money for the purpose of carrying on the business of this Corporation, to lease, buy, sell, convey, rent and mortgage or pledge, both real and personal property as the same shall be necessary or incidental to the carrying on of said business, and generally to do all things that may be necessary or incidental to the carrying on of said business.
3. Subject to the limitations and restrictions imposed by law, to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures, or other obligations from time to time for the purchase of property or for any purpose in or about the business of the company.

4. To establish lines of credit with banking houses for the purposes herein above enumerated and set forth, and to incur indebtedness and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale of other disposition of warrants, bonds, debentures or obligations, negotiable and transferable instruments, and evidences of deeds of trust, or otherwise, for the purpose of adding additional capital or for any other purposes in or about its business or affairs without limit as to amount, except as provided by statute, this to be done on such terms and conditions and by such officers as said banking house or houses may require.
5. To acquire the property, rights, franchises, certificates and good will, including the whole or any part of the assets, and in connections therewith, assume or guarantee such liabilities of any person, firm association or other corporation as this Corporation may lawfully acquire or assume, to pay for the same in cash, or in stocks or bonds of this Corporation, or otherwise.
6. To subscribe for, buy, sell and own stock, notes or bonds of any other corporation.
7. To engage in any other lawful activity except that of banking or insurance.
8. The foregoing clauses shall be construed as powers, as well as objects and purposes, and the matters expressed in each clause shall, except as otherwise expressly provided, be in no wise limited by reference to or inference from the terms of any other clause, which shall be regarded as independent objects, purposes and powers; and the enumeration of specific objects, purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms of the powers of the Corporation now or hereafter conferred by law, nor shall the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

ARTICLE III

The address of the initial registered agent of the Corporation in the State of Alabama is:

**1728 Fifth Avenue North
Birmingham, Alabama 35203**

The name of the initial registered agent at such address is:

Kelvin L. Davis

The Corporation shall have the right, however, to establish offices and to transact its business in any part and in different parts of the State of Alabama and in any and all states, territories, districts, colonies and dependencies of the United States of America, and in any or all foreign countries as it may desire.

ARTICLE IV

The amount of the total authorized stock of the corporation is One Thousand and 00/100 (\$1,000.00) Dollars which may be divided into One Thousand (1,000) shares of the par value of One and 00/100 (\$1.00) Dollar per share, all of which shall be common stock.

ARTICLE V

The names and home addresses of the incorporators are as follows:

Name	Address
JOHN E. MARTIN	2204 Inverness Lane Birmingham, Alabama 35242
KELVIN L. DAVIS	1115 Amberley Woods Drive Helena, Alabama 35080

The number of directors constituting the initial board of directors of the Corporation is two. The name and home address of the persons who will serve as director until the first annual meeting of the shareholders or until successors are elected and shall qualify are:

Director	Address
JOHN E. MARTIN	2204 Inverness Lane Birmingham, Alabama 35242
KELVIN L. DAVIS	1115 Amberley Woods Drive Helena, Alabama 35080

ARTICLE VI

The duration of the Corporation shall be Perpetual.

ARTICLE VII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE VIII

In order to facilitate the carrying out of the primary function of this Corporation, any deed, mortgage, note, contract or any other instrument in writing signed by the President of the Corporation and attested by the Secretary shall be the valid act of the Corporation and shall not require the approval or any other action on the part of the Board of Directors of the Corporation.

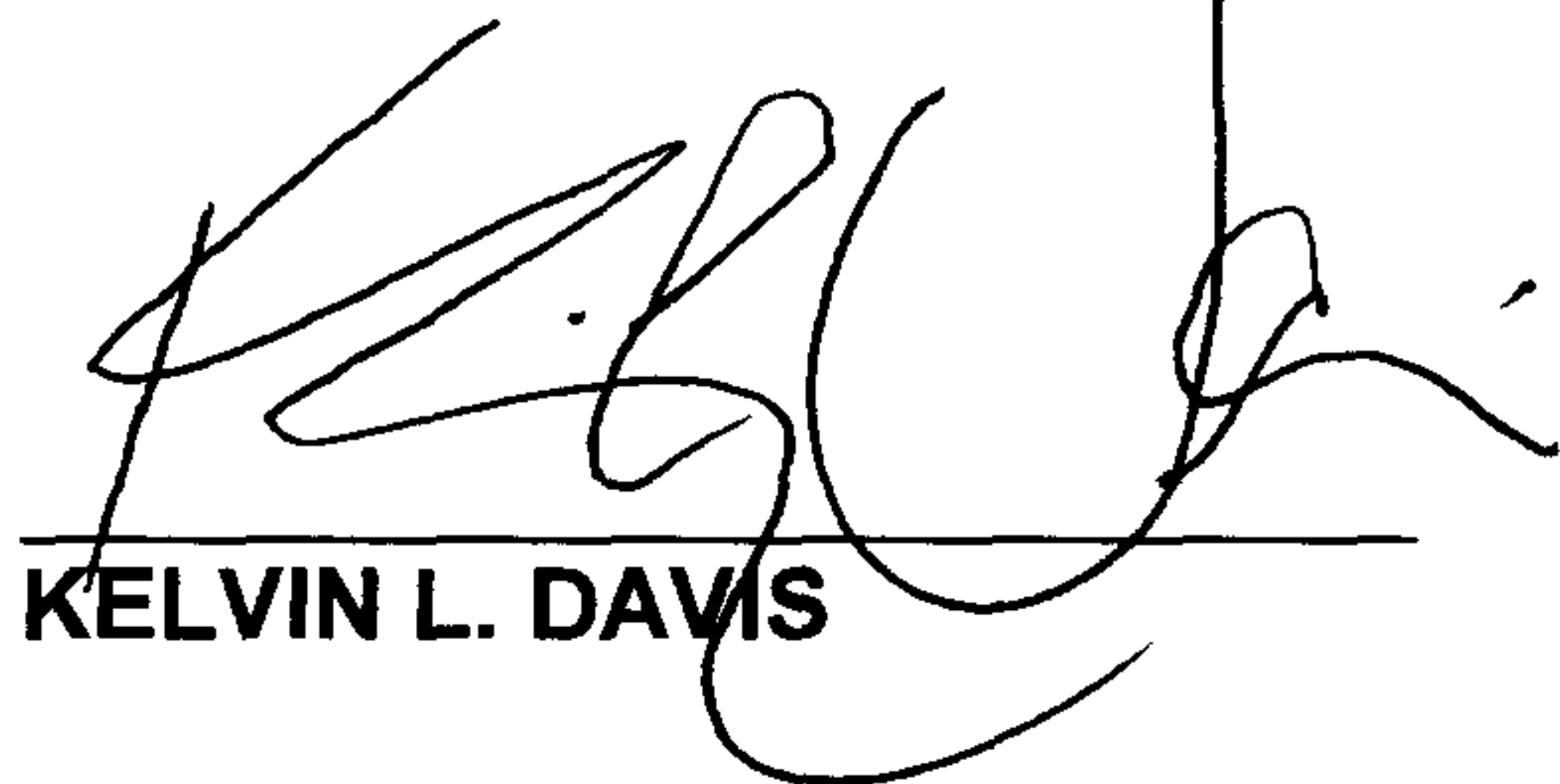
ARTICLE IX

Any action required or permitted to be taken at any meeting of the Board of Directors or any committee thereof may be taken without a meeting, if prior to such action a written consent thereto is signed by all members of the Board of Directors or of such committee, as the case may be, and such written consent is filed with the minutes of the proceedings of the Board or such committee.

IN TESTIMONY AND WITNESS WHEREOF, the said incorporators have hereunto set their hand on this the **24th day of November, 2003**.



JOHN E. MARTIN



KELVIN L. DAVIS

Nancy L. Worley
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Nancy L. Worley, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

P.O.C.O. of Alabama, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Kenneth Strickland, 1635 North McFarland Blvd, Tuscaloosa, AL 35406 for a period of one hundred twenty days beginning November 17, 2003 and expiring March 17, 2004.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 17, 2003

Date

Nancy L. Worley
Nancy L. Worley

Secretary of State