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5.

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: SPORTS Design Unlimited, Incorporated
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

100003445321-3
-10/31/00--01047--009
*****87.50 *****87.50

Please return all correspondence concerning this matter to the following:

JEFFREY RAY MATHIS
(Name of Person)
Sports Design Unlimited, Inc.
(Firm/Company)
P.O. Box 345
(Address)
Chouteau, OK 74337
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Jeff Mathis at (918) 476-4648
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

JRM

no

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SPORTS Design Unlimited, Incorporated
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. OKLAHOMA (State or country under the law of which it is incorporated)
3. 73 15 63 15 2 (FEI number, if applicable)

4. 8 Feb. 1999 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. "UPON QUALIFICATION"
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. Rural Route 2 Box 229 Chouteau OK 74337 (Principal office address)
b. Rural Route 2 Box 229 Chouteau, OK 74337 (OR) Chouteau, OK 74337 (Current mailing address)

8. TO SOLICIT BUSINESS FOR DESIGN, Production, marketing and Distribution OF Products used AS FUNDS RAISERS FOR VARIOUS PROJECTS + ORGANIZATION Events.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT Corporation System
Office Address: 1200 S. Pine Island Rd.
PLANTATION, FL 33324, Florida 33324
(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(See Attachment)
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.


ACCEPTANCE OF APPOINTMENT

RE: **Sports Design Unlimited, Incorporated**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: October 25, 2000

C T CORPORATION SYSTEM

By 
John J. Linnihan,
Assistant Vice President

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: JEFFREY RAY MATHIS

Address: Rural Route 2 Box 229 / P.O. Box 345
Chouteau, OK 74337

Vice President: (Same)

Address: _____

Secretary: (Same)

Address: _____

Treasurer: (Same)

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature] President, Vice President & Secretary
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JEFFREY RAY MATHIS President, Vice President & Secretary
(Typed of printed name and capacity of person signing application)

OFFICE OF THE SECRETARY OF STATE



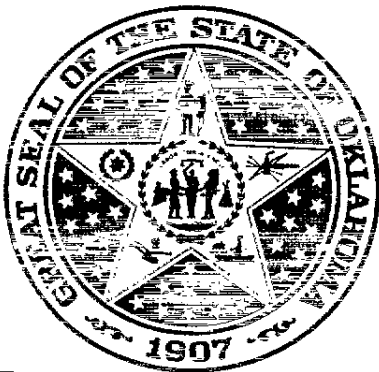
CERTIFICATE OF GOOD STANDING
DOMESTIC CORPORATION

I THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that SPORTS DESIGN UNLIMITED, INCORPORATED, is a corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.

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SECRETARY OF STATE
TAMARA JEFF, FLORIDA
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IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City, this 4th day of October, 2000.

Mae Hunter
Secretary of State

By: *Sharon Adams*