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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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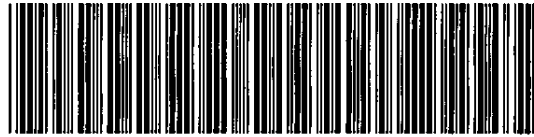
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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04/25/06--01004--006 \*\*\$7.50

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 JUN -9 PM 3:44

W06-19347

B. McKnight JUN 09 2006

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** NATIONAL ASSOCIATION OF SPORTING GOODS WHOLESALERS INC.  
(Name of Corporation -- must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

George W. Keeley

(Name of Person)

Keeley, Kuenn & Reid

(Firm/Company)

150 North Wacker Drive, Suite 1100

(Address)

Chicago, Illinois 60606

(City/State and Zip Code)

For further information concerning this matter, please call:

George W. Keeley

(Name of Person)

at ( 312 ) 782-1829

(Area Code & Daytime Telephone Number)

**MAILING ADDRESS:**

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

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 25, 2006

GEORGE W KEELEY  
150 NORTH WACKER DRIVE SUITE 1100  
CHICAGO, IL 60606

SUBJECT: NATIONAL ASSOCIATION OF SPORTING GOODS  
WHOLESALEERS INC.  
Ref. Number: W06000019347

We have received your document for NATIONAL ASSOCIATION OF SPORTING GOODS WHOLESALEERS INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$2,300.00.

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) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 706A00028343

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO  
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN  
THE STATE OF FLORIDA:*

1. NATIONAL ASSOCIATION OF SPORTING GOODS WHOLESALERS INC.  
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Illinois 3. 36-6056575  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

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

6. January 1, 2004.  
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 362 NW Sunview Way, Port St. Lucie, FL 34986  
(Principal office address)

362 NW Sunview Way, Port St. Lucie, FL 34986  
(Current mailing address)

8. Trade Association  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: Wayne N. Smith

Office Address: 362 NW Sunview Way

Port St. Lucie, Florida 34986  
(City) (Zip Code)

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.*

Wayne N. Smith  
(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.

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DIVISION OF CORPORATIONS  
06 JUN -9 PM 3:44

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

**A. DIRECTORS**

Chairman: Richard Lipsey

Address: 6823 Exchequer Drive

Baton Rouge, LA 70805

Vice Chairman: Michael Brown

Address: 65 Westfield Industrial Park Road

Westfield, MA 01085

Director: and Asst. Secretary: Bob Steger

Address: 4405 Metric Drive

Winter Park, FL 32793

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: and Director: Wayne N. Smith

Address: 362 NW Sunview Way

Port St. Lucie, FL 34986

Vice President: N.A.

Address: \_\_\_\_\_

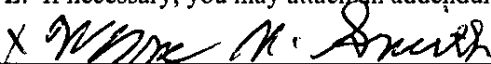
Secretary: and Director: Bill Foster

Address: 13598 Magnolia St., Blakely, GA 39823

Treasurer: and Director: Bryan Tucker

Address: 6100 Wilkinson Drive, Prescott, AZ 86301

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

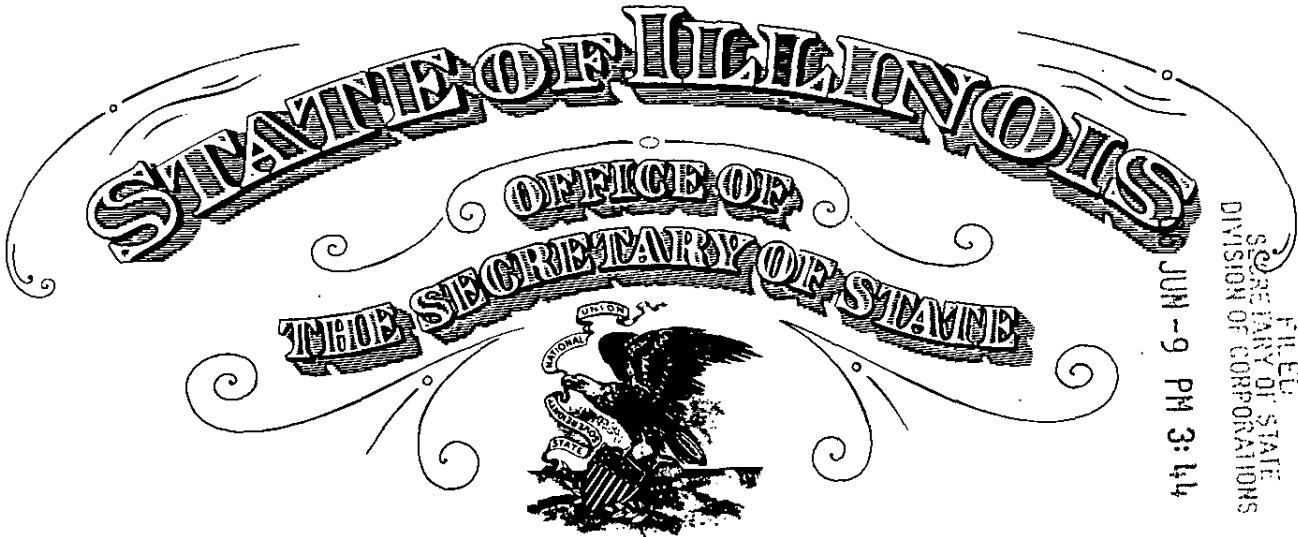
13. X   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. WAYNE N. SMITH, PRESIDENT  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 JUN - 9 PM 3:44

File Number

6037-977-7



*To all to whom these Presents Shall Come, Greeting:*

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that*

NATIONAL ASSOCIATION OF SPORTING GOODS  
WHOLESALE INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE  
LAWS OF THIS STATE MARCH 8, 1999, APPEARS TO HAVE COMPLIED WITH  
ALL THE PROVISIONS OF THE GENERAL NOT FOR PROFIT CORPORATION ACT OF  
THIS STATE, AND AS OF THIS DATE, IS A DOMESTIC CORPORATION IN GOOD  
STANDING IN THE STATE OF ILLINOIS\*\*\*\*\*



*In Testimony Whereof, I hereto set  
my hand and cause to be affixed the Great Seal of  
the State of Illinois, this*  
*day of* APRIL A.D. 13TH 2006 .

*Jesse White*

SECRETARY OF STATE