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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: OLYMPIA SPORT CENTER, INC.
(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.

Please return all correspondence concerning this matter to the following:

Francis K. Buckley
(Name of Person)

000002401610--7
-01/15/98-01061-001
*****70.00 *****70.00

~~Buckley & Bland~~
(Firm/Company)

1322 Brickell Drive
(Address)

~~Fort Lauderdale, FL 33301~~
(City/State/Zip)

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

Francis ~~K~~ Buckley at (954) 764-7424
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS
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COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

mtm
1/15

**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. Olympia Sport Center, Inc.
(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. Maine 3. 01-0346485
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 14, 1976 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 498 U.S. Route One, Yarmouth, Maine 04096
(Current mailing address)

8. Retail sale of sporting goods and leisure apparel, equipment and accessories
(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: Francis K. Buckley, Esq.

Office Address: Buckley & Bland
1322 Bricknell Drive
Fort Lauderdale, Florida, 33301-2322
(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.

Francis K. Buckley
(Registered agent's signature)
Francis K. Buckley, Esq.

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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12. - Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Edward P. Manganello

Address: 498 U. S. Route One

Yarmouth, Maine 04096

Director: Thomas W. Ferrante

Address: 18897 Still Lake Drive

Jupiter, Florida 33458

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Edward P. Manganello

Address: 498 U. S. Route ONE

Yarmouth, Maine 04096

Chief Financial Officer: ~~Vice President~~ John J. Lesniak

Address: 498 U. S. Route One, Yarmouth, Maine 04096

Clerk Secretary: Horace W. Horton

Address: One Monument Way

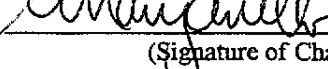
Portland, Maine 04101

Treasurer: Edward P. Manganello

Address: 498 U.S. Route One

Yarmouth, Maine 04096

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

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

14. Edward P. Manganello, President _____
(Typed or printed name and capacity of person signing application)

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State of Maine



Department of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the records of organization, amendment, and dissolution of corporations and annual reports filed by the same.

I further certify that OLYMPIA SPORT CENTER, INC. is a duly organized business corporation under the laws of the State of Maine and that the date of incorporation is 07/14/1976.

I further certify that said business corporation has filed annual reports due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the charter and that according to the records in the Department of the Secretary of State, said corporation is a legally existing business corporation in good standing under the laws of the State of Maine at the present time.

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In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed, given under my hand at Augusta, January 2, 1998.

DAN GWADOSKY
Secretary of State



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