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Jeffrey Hap, P.A.
Attorney At Law

341 West Indiantown Road ■ P.O. Box 2520 ■ Jupiter, FL 33468-2520
Tel: (561) 575-1900 Fax: (561) 746-3237
October 31, 1997

FILED
NOV -3 PH 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
(904) 487-6502

RE: LEISURE SPORTS ACCESSORIES, INC.

Gentlepersons:

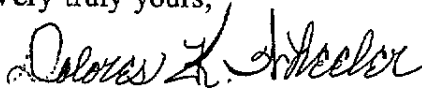
Enclosed please find:

Original and Copy of articles of Incorporation
Check for \$122.50 for Filing Fees

Thank you for your usual fine assistance and cooperation.

900002336589--4
-11/03/97-01130-011
****122.50 ****122.50

Very truly yours,



Dolores K. Wheeler
Legal Administrative Assistant

s/

encls:

cc: Mr. Ronald S. Kauffman

P. Hall

NOV - 4 1997



ARTICLES OF INCORPORATION
OF
LEISURE SPORTS ACCESSORIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE I.

The name of the corporation shall be:

LEISURE SPORTS ACCESSORIES, INC.

ARTICLE II.

The principal place of business and mailing address of this corporation shall be:

**18846 SE OLD TRAIL DRIVE, WEST
JUPITER, FLORIDA 33478**

ARTICLE III.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares of One Dollar (\$1.00) par value common stock

ARTICLE IV.

This corporation is organized for the following purposes:

(A) For the purpose of transacting any or all lawful business; except that it is not to conduct a banking, safe deposit trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, fraternal benefit society or state fair exposition.

(B) To do any and everything pertinent to the above.

ARTICLE V.

This corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VI.

The name and address of the initial resident agent is:

**Jeffrey Hap
341 West Indiantown Road
Jupiter, Florida 33458**

ARTICLE VII.

The name and address of the incorporator to these Articles of Incorporation is:

**JEFFREY HAP
18846 S.E. OLD TRAIL DRIVE, WEST
JUPITER, FLORIDA 33478**

ARTICLE VIII.

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX.

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this the 31ST DAY OF OCTOBER, 1997.

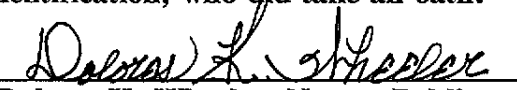


JEFFREY HAP, Incorporator

STATE OF FLORIDA

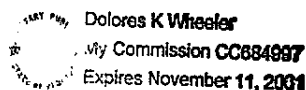
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this the *31st* day of October, 1997, by Jeffrey Hap, who is personally known to me ~~or who presented~~ as identification, who did take an oath.



Dolores K. Wheeler, Notary Public

My commission expires:



CERTIFICATE OF DESIGNATION

RESIDENT AGENT/REGISTERED OFFICE

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Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in Designating the Registered agent in the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

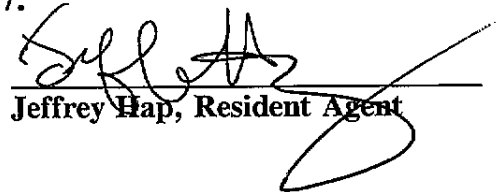
LEISURE SPORTS ACCESSORIES, INC.

2. The name and address of the registered agent and office is:

**Jeffrey Hap
Attorney at Law
341 West Indiantown Road
Jupiter, Florida 34358**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as resident agent.

Dated this the 31 day of October, 1997.


Jeffrey Hap, Resident Agent

**This instrument prepared by:
Jeffrey Hap
Attorney at Law
341 West Indiantown Road
Jupiter, Florida 33458
(561) 575-1900**