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FILED
98 JUN -3 AM 7:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 14, 1998

Florida Dept. Of State
Division of Corporation
P.O. Box 6327
Tallahassee, Fl. 32314

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-06/03/98-D1062-020
***122.50 ***122.50

EFFECTIVE DATE
6-1-98

4

Gentlemen:

Enclosed please find the Articles of Incorporation for NEXTECH SOLUTIONS, INC. and our check in the amount of \$122.50.

If there are any questions, I can be reached at:

11311 Pickford Street
Spring Hill, Fl. 34609
Tel# 352-683-8825

Very truly yours,



Frank R. Basciano

F. CHESLER JUN 5 1998

**ARTICLES OF INCORPORATION
OF**

EFFECTIVE DATE
6-1-98 **NEXTECH SOLUTIONS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation.

ARTICLE ONE

Name

The name of the corporation is NEXTECH SOLUTIONS, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is sales of sporting goods and any and all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLES FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1000), all of which shall be common shares with a \$1.00 Par Value.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial principal office of the corporation is 10502 Spring Hill Drive, Spring Hill, Florida 34609 and the name of the registered agent at said address is Frank A. Basciano.

ARTICLE SIX

STOCKHOLDERS

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE SEVEN
INCORPORATORS

<u>NAME</u>	<u>ADDRESS</u>
Jack D. Woodall	35 Wilkinson Drive Landenberg, Pa. 19350
Frank R. Basciano	11311 Pickford Street Spring Hill, Fl. 3460
Richard W. Hotchkiss	6319 Cranbrook Street Spring Hill, Fl. 34606
Delura A. Kindsfather	556 Troy Drive Dayton, Tn. 37321
Michael L. Thorpe	24185 Westminister Ct. Brooksville, Fl. 34601
Ronald W. Hotchkiss	15470 Magpie Road Brooksville, Fl. 34614

ARTICLE EIGHT
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on June 1, 1998, *OR EARLIEST DATE.*
In witness whereof, we have subscribed our names this 14th day of May 1998.


Richard W. Hotchkiss, Incorporator


Frank R. Basciano, Incorporator


Delura A. Kindsfather, Incorporator


Jack D. Woodall, Incorporator



Ronald W. Hotchkiss, Incorporator

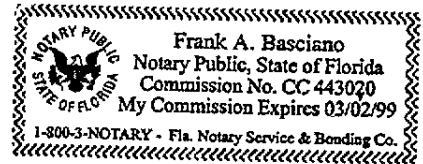

Michael L. Thorpe, Incorporator

**STATE OF FLORIDA
COUNTY OF HERNANDO**

On this 4th day of May, 1998, before me, the undersigned officer, personally appeared Richard W. Hotchkiss, known to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

In witness whereof, I have hereunto set my hand and official seal.


Notary Public



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First: that NEXTECH SOLUTIONS, INC. , desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 10502 Spring Hill Drive, Spring Hill, Florida , 34609 has named Frank A. Basciano as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Frank A. Basciano
Registered Agent