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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 PM 2:56

ACCOUNT NO. : 072100000032

REFERENCE : 701591 4330049

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 17, 2000

ORDER TIME : 10:40 AM

ORDER NO. : 701591-005

CUSTOMER NO: 4330049

CUSTOMER: Ms. Paula Char
Kazmaier Associates
676 Elm Street

Concord, MA 01742

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-05/18/00--01052--003
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FOREIGN FILINGS

NAME: BIKE ATHLETIC COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ☐ CERTIFIED COPY
XX ☐ PLAIN STAMPED COPY
XX ☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

RECEIVED
00 MAY 18 AM 11:35
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
3/5
5/18

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: Bike Athletic Company
(Name of corporation - must include suffix)

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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:

Paula F. Char

(Name of Person)

Kazmaier Associates, Inc.

(Firm/Company)

676 Elm Street

(Address)

Concord, MA 01742

(City/State/Zip)

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

Paula F. Char

(Name of Person)

at (978) 371-1732, ext. 222

(Area Code & Daytime Telephone Number)

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

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

**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.*

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1. Bike Athletic Company
(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. Delaware
(State or country under the law of which it is incorporated)
3. 62-1290156
(FEI number, if applicable)
4. 07/03/86
(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. 2801 Red Dog Drive, Knoxville, Tennessee 37901-0666
(Principal office address)
- b. P.O. Box 666, 2801 Red Dog Drive, Knoxville, Tennessee 37901-0666
(Current mailing address)
8. Transshipping Product (sports and athletic apparel 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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(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.

Susan A. Verthees Asst. Secy.
(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.

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

A. DIRECTORS

Chairman and Chief Executive Officer
Chairman: Richard W. Kazmaier, Jr.

Address: Suite C-204, Plaza Building, 31 Ocean Reef Drive,

Key Largo, FL 33027-5257

Directors: Phillip L. Cohen 79 Ocean Ave., Swampscott, MA 01907

Robert J. Corliss 1950 Vaughn Road, Kennesaw, GA 30144-7017

Vincent L. Ferguson 2801 Red Dog Drive, Knoxville, TN 37901-0666

Director: George H. Howland 85 Aster Ave., Norwood, MA 02062

Patricia H. Kazmaier Suite C-204, Plaza Building, 31 Ocean Reef Drive

Key Largo, FL 33027-5257

Director:

Address:

B. OFFICERS

Vincent L. Ferguson

SEE ADDENDUM FOR ADDITIONAL OFFICERS

President:
and Chief Operating Officer

Address: 2801 Red Dog Drive,

Knoxville, TN 37901-0666

Senior
Vice President: James R. Corbett

Address: 2801 Red Dog Drive

Knoxville, TN 37901-0666

Secretary:
and General Counsel

Address: 676 Elm Street

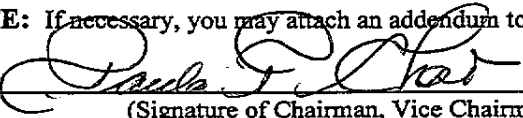
Concord, MA 01742

Vice President, CFO,
and Treasurer: Phyllis C. Best

Address: 2801 Red Dog Drive

Knoxville, TN 37901-0666

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. Paula F. Char, Assistant Secretary (listed on Addendum to Item 12)
(Typed or printed name and capacity of person signing application)

ADDENDUM TO ITEM 12(B)

BIKE ATHLETIC COMPANY OFFICERS – “Continued”

<u>TITLE</u>	<u>NAME AND BUSINESS ADDRESS</u>
Vice President, Bike Retail Sales, Inc.	R. Greg Park 1240 Iroquois Ave., Suite 510 Naperville, IL 60563
Vice President, Sales	T. Phillip Johnson 2801 Red Dog Drive Knoxville, TN 37901-0666
Controller and Assistant Treasurer	Edward C. Byrd 2801 Red Dog Drive Knoxville, TN 37901-0666
Assistant Treasurer	Debra J. Lester 2801 Red Dog Drive Knoxville, TN 37901-0666
Assistant Secretary	Paula F. Char 676 Elm Street Concord, MA 01742

SECRET
DIVISION OF CORPORATIONS
001
18 PH 2:56

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BIKE ATHLETIC COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 18 PM 2:56



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0431671

DATE: 05-11-00