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June 6, 2001

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Via Federal Express

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Secretary of State of Florida
Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

Re: Avid Sportswear & Golf Corp.

Ladies and Gentlemen:

Enclosed for filing with your offices is an Application by Foreign Corporation for Qualification to Transact Business in Florida as prepared for Avid Sportswear & Golf Corp. Also enclosed are our check in the amount of \$78.75 in payment of filing fees and a good standing certificate from the State of Nevada in support of the Corporation's application.

Please return acknowledgment of this filing to me. Thank you for your cooperation with this matter.

Very truly yours,

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
P. Verifier	DCC

Jan Blanck, Lawyer's Assistant to Clayton E. Parker

MI-116610 v1 0432985-0201

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

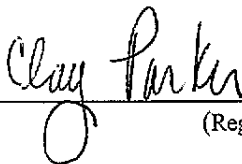
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Avid Sportswear & Golf Corp.
(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. Nevada 3. 88-0374969
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/19/97 5. Perpetual
(Date of incorporation) (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. 22 South Links Avenue, Suite 204, Sarasota, FL 34236
(Principal office address)
22 South Links Avenue, Suite 204, Sarasota, FL 34236
(Current mailing address)
8. Design, manufacture & marketing of sportswear
(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: Clayton E. Parker
Office Address: Kirkpatrick & Lockhart LLP
201 S. Biscayne Blvd., 20th Floor
Miami, Florida 33131
(City) (Zip code)

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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.



(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: _____

Address: _____

Director

~~XXXXXX~~ Michael E. LaValliere

Address: 22 South Links Avenue, Suite 204
Sarasota, FL 34236

Director: Earl T. Ingarfield

Address: 22 South Links Avenue, Suite 204
Sarasota, FL 34236

Director: Jerry L. Busiere

Address: 22 South Links Avenue, Suite 204
Sarasota, FL 34236

B. OFFICERS

President: Earl T. Ingarfield

Address: 22 South Links Avenue, Suite 204
Sarasota, FL 34236

Vice President: _____

Address: _____

Secretary: Jerry L. Busiere

Address: 22 South Links Avenue, Suite 204, Sarasota, FL 34236

Treasurer: Jerry L. Busiere

Address: 22 South Links Avenue, Suite 204, Sarasota, FL 34236

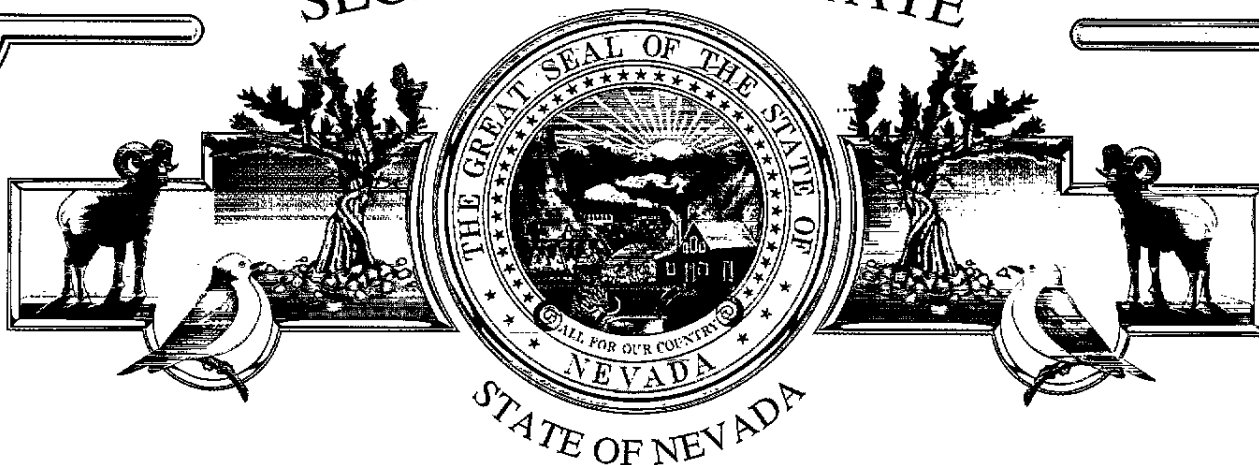
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

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

14. Jerry L. Busiere, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **AVID SPORTSWEAR & GOLF CORP.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since September 19, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on June 5, 2001.

Dean Heller

Secretary of State

By

Chapman

Certification Clerk



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DEAN HELLER
CLERK