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McCLANE II TESSITORE

LAW FIRM

215 EAST LIVINGSTON STREET

ORLANDO, FLORIDA 32801

UNITED STATES

January 22, 2002

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Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-01/24/02--01073--005
****125.00 ****125.00

Re: Articles of Organization of TeamGear ~~USA~~ LC, a Florida Limited Liability Company

Dear Clerk,

Enclosed is the original and a copy of the Articles of Organization for TeamGear LC, a Florida Limited Liability Company, together with a check for \$125.00 to cover the filing fee.

If you have any questions or comments, please do not hesitate to contact me. Thank you for your attention to this matter.

Very truly yours,

MCCLANE TESSITORE

By: Laurie Swinehart
Laurie Swinehart, Paralegal

Enclosure

c: TeamGear USA LC

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Articles of Organization
of
TeamGear LC

a Florida Limited Liability Company

1. **Name.** The name of the limited liability company is TeamGear LC (herein after referred to as "Company").
2. **Principal Office.** The principal office and mailing address of the Company shall be 1625 Hackney Avenue, Orlando, Florida 32806.
3. **Management:** The Company shall be a manager - managed company, and the initial manager shall be YAK Enterprises, Inc.
4. **Death, Retirement, Resignation, Expulsion, Bankruptcy or Dissolution of a Member:** The Company shall not terminate solely as a consequence of the bankruptcy, insolvency, appointment of a receiver, liquidator, assignee, trustee or sequestrator (or other similar official) of a member of the Company or a substantial part of such member's property, or assignment for the benefit of its creditors, or an admission in writing of the inability to pay its debts generally as they become due, or any similar action, of one or more of the members.
5. **Registered Agent, Registered Office, & Registered Agent's Signature:** The name and the Florida street address of the registered agent are:

J. Brock McClane, Esquire
McClane Tessitore
215 East Livingston Street
Orlando, Florida 32801

Executed this 22 day of January, 2002 by:

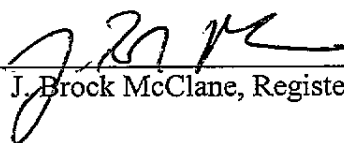
YAK Enterprises, Inc., Member

By: 

Timothy L. Young, President

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Having been named as registered agent and to accept service of process for the above stated limited liability company 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 registered agent as provided for in Chapter 608.F.S.


J. Brock McClane, Registered Agent

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