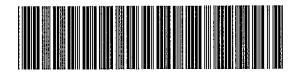
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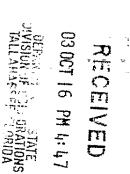
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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

HOLD FOR PICKUP BY **UCC SERVICES** OFFICE USE ONLY

October 16,

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Sunsports Warehouse, L.C.

Filing Evidence □ Plain/Confirmation Copy		ру	Type of Document ☐ Certificate of Status		
☑ Certified Copy			☐ Certificate of Good Standing		
			☐ Articles Only		
	Retrieval Request Photocopy Certified Copy		☐ All Charter Docu Articles & Amer ☐ Fictitious Name	ndments	
	NEW FILINGS		AMENDMENTS		
	Profit		Amendment		
	Non Profit		Resignation of RA Officer/Director		
X	Limited Liability		Change of Registered Agent		
	Domestication		Dissolution/Withdrawal		
	Other		Merger		
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	OTHER FILINGS		REGISTRATION/QUALIFICATION		
	Annual Reports		Foreign		
	Fictitious Name		Limited Liability		
Name Reservation Reinstatement		Reinstatement			
			Trademark		
			Other		

ARTICLES OF ORGANIZATION OF SUNSPORTS WAREHOUSE, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608 (the "Act"), hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I NAME

The name of the limited liability company shall be SUNSPORTS WAREHOUSE, L.C. (the "Company").

ARTICLE II DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IIIA REGISTERED OFFICE

The mailing address and street address of the principal office of the Company shall be:

10990 Metro Parkway Fort Myers, Florida 33912

ARTICLE IIIB REGISTERED AGENT

The name and street address of the registered agent of the company in the State of Florida shall be:

John M. Morgan 8911 Daniels Parkway, Suite 6 Fort Myers, Florida 33912

ARTICLE IV REQUIREMENTS FOR ADMISSION OF ADDITIONAL MEMBERS

Additional persons may be admitted to the Company as members and membership interests may be created and issued to these persons upon the approval of holders of two thirds of the remaining members entitled to vote.

ARTICLE V DISSOLUTION AND RIGHT TO CONTINUE

The Company shall be dissolved upon the first to occur of the following:

- (a) The unanimous written consent of all the Company's members;
- (b) Upon the death, insanity, retirement, resignation, expulsion, dissolution or bankruptcy of a member, or any other event which terminates the membership of a member in the Company, the existence and business of the Company may be continued by unanimous consent or vote of the remaining members.

ARTICLE VI MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company who is to serve as manager until the first annual meeting of the members or until his successor is elected is: Iain Johnstone, 10990 Metro Parkway, Fort Myers, Florida 33912

ARTICLE VII PURPOSE

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the Act.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Lehigh Acres, Florida, on this 16th day of October, 2003.

Iain Johnstone

Manager, Member & Organizer

STATE OF FLORIDA

COUNTY OF

Sworn to (or affirmed) and subscribed before me this //o day of October, 2003, by Iain Johnstone who is personally known to me or has produced of smally known as identification.

(SEAL)

Notary Public -- State of Florida

Print, Type, or Stamp

Commissioned Name of Notary Public

SUSAN E. VERTEFEUILLE
MY COMMISSION # DD 123247
EXPIRES: August 19, 2008
Bondsd Thru Nodary Public Underwriters

October 16, 2003

To: The Department of State Tallahassee, Florida 32304

Certificate Designating Place Of Business Or Domicile For The Service Of Process Within Florida Naming Agent Upon Whom Process May Be Served

In compliance with Section 608.415 of the Florida Limited Liability Company Act, the following is submitted:

SUNSPORTS WAREHOUSE, L.C., with its place of business at 10990 Metro Parkway, Fort Myers, Florida 33912 has named John M. Morgan, 8911 Daniels Parkway, Suite 6, Fort Myers, Florida 33912 as its agent to accept service of process within the State of Florida.

Dated the 16th of October, 2003.

Iain Johnstone

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 608.415 of the Florida Limited Liability Company Act.

Dated the 16th of October, 2003.

John M. Morgan Registered Agent