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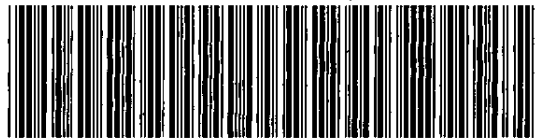
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EXAMINER

LAW OFFICES  
**OZARK, PERRON & NELSON, P.A.**

2816 Manatee Avenue West  
Bradenton, Florida 34205  
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DAMIAN M. OZARK\*  
ANDRE R. PERRON\*\*\*  
MARK NELSON■

+Board Certified in Business Litigation  
■Certified Circuit Court Mediator  
\*Also admitted in MS and CO  
\*\*Also admitted in NH

July 23, 2009

Secretary of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Southwest Sporting Goods, LLC

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization for Southwest Sporting Goods, LLC. I am also enclosing the firm's check in the amount of \$130.00 to cover the filing fee and a Certificate of Status.

Thank you for your attention to this matter. If you have any questions, please advise.

Sincerely,

OZARK, PERRON & NELSON, P.A.



Andre R. Perron

ARP/mbr  
Enclosures

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**ARTICLES OF ORGANIZATION  
OF SOUTHWEST SPORTING GOODS, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

**ARTICLE 1. Name.**

The name of the Limited Liability Company is **SOUTHWEST SPORTING GOODS, LLC.**

**ARTICLE 2. Principal Office or Mailing Address.**

The principal office and mailing address of the Limited Liability Company is:

SOUTHWEST SPORTING GOODS, LLC  
7208 21<sup>st</sup> Street East  
Sarasota, Florida 34243

**ARTICLE 3. Duration.**

The period of duration of the Limited Liability Company is to the date of final dissolution.

**ARTICLE 4. Purpose.**

The general purposes for which the Limited Liability Company is organized are the following:

- A. To engage in and transact any lawful business for which Limited Liability Company may be incorporated under the Florida Limited Liability Act. No other purpose limits this general purpose in any way.

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- B. All general purposes including operating and conducting various business enterprises.
- C. To do such other things as are incidental to the purposes of the Limited Liability Company or necessary or desirable in order to accomplish them.

**ARTICLE 5. Initial Registered Office and Agent.**

The street address of the initial Registered Agent of the Limited Liability Company is:

Andre R. Perron, Esquire  
**OZARK, PERRON & NELSON, P.A.**  
2816 Manatee Avenue West  
Bradenton, Florida 34205

**ARTICLE 6. Organizer.**

The name and address of the Organizer is:

Paul Palermo  
7208 21<sup>st</sup> Street East  
Sarasota, Florida 34243

**ARTICLE 7. Membership.**

The Members may admit additional Members in accordance with its Operating Agreement.

**ARTICLE 8. Death of Member**

The remaining Members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event

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which terminates the continued Membership of a Member in the Limited Liability Company.

**ARTICLE 9. Management.**

The Management of the Limited Liability Company is reserved to one or more Managers. The sole member and Managing Member is Paul Palermo, 7208 21<sup>st</sup> Street East, Sarasota, Florida 34243.

**ARTICLE 10. Amendment.**

The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the Members is subject to this reservation.

**ARTICLE 11. Indemnification.**

The Limited Liability Company shall indemnify each Member, including former Members, to the full extent permitted by law.

**ARTICLE 12.**  
**Commencement of Limited Liability Company Existence.**

In accordance with Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of execution by the Organizer of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of filing by the Secretary of State.

**ARTICLE 13. Certificate of Ownership.**

A Members interest in the Limited Liability Company may be evidenced by a Certificate of Membership Interest signed by the Managing Member which

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may be assigned or transferred only in accordance with the Operating Agreement.

**ARTICLE 14. Federal Tax Treatment.**

The Limited Liability Company is intended to be treated as a partnership for the purposes of federal income taxation.

**IN WITNESS WHEREOF**, the undersigned Organizer has signed these Articles of Organization on this 23 day of July, 2009.

**SOUTHWEST SPORTING GOODS, LLC**

By: \_\_\_\_\_

Paul Palermo  
Managing Member

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**CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of Limited Liability Company, which is contained in the foregoing Articles of Organization, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 608.415, Florida Statutes.

Dated this 23 day of July, 2009.



Andre R. Perron  
OZARK, PERRON & NELSON, P.A.  
2816 Manatee Avenue West  
Bradenton, Florida 34205  
941.750.9760