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ACCOUNT NO. : 07210000032

REFERENCE : 155755 7333559

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : July 2, 2003

ORDER TIME : 10:16 AM

ORDER NO. : 155755-010

CUSTOMER NO: 7333559

CUSTOMER: Leah Parisian

Wahoo Capital, Llc

Po Box 1267

Delray Beach, FL 33447

#### FOREIGN FILINGS

NAME: KITER'S WAREHOUSE, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_ PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER:

### APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

| KITER'S WAREHOUSE, LLC  |  |
|---|--|
| (Name of for  | reign limited liability company)   |
| .Delaware   |  |
| (Jurisdiction under the law of which foreign limited liabi<br>company is organized) | 3. (FEI number, if applicable)   |
| 06/25/2003  | 5. Perpetual   |
| (Date of Organization)  | (Duration: Year limited liability company will cease to exist or "perpetual")                      |
| Upon filing   | 3  |
| (Date first transacted business in Florida  | a. (See sections 608.501, 608.502, and 817.155, F.S.)  |
| . LODA LANGEL WAY DERLA   | W BEACH FL 33483   |
|   |  |
| (6)   | ddress of principal office)  |
| (Street ad  | ddress of principal office)  |
| If limited liability company is a manager-man                                       | naged company, check here  |
| 11  |  |
| The name and usual business addresses of the  | e managing members or managers are as follows:   |
|   |  |
| ALEXANDER L. SHOGREN 610  | S. LAKESIDE DRIVE, LANGUARTH FL 354  |
| •   |  |
| SHANNON BEST  |  |
| antina colore de colore   |  |
| JEFF BIGE   |  |
|   |  |
|   |  |
| 0. Attached is an original certificate of existence, no more the                    | han 90 days old, duly authenticated by the official having custody of recor                        |
| · · · · · · · · · · · · · · · · · · ·   | A photocopy is not acceptable. If the certificate is in a foreign language, a                      |
| translation of the certificate under oath of the translator m                       |  |
|   | •  |
| <ol> <li>Nature of business or purposes to be conduct</li> </ol>                    | ted or promoted in Florida:  |
| WATER   |  |
| MANUFACTURE OF SPORTING 1900  | DOS RELACIO TO KICESURFINTO + RELATIGA   |
| SPORTS & E-COMMERCE.  | $\ell$ 1.  |
| Signature of a marria and   | an authorized resembles  |
|   | an authorized representative of a member.  28(3), F.S., the execution of this document constitutes |
|   | of perjury that the facts stated herein are true.)   |
|   | N. AUTHORIZED OFFICESCHTATUTE OF   |
|   | rinted name of signee ALEXANDER L. SITULIEN  |

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT BY THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

KITER'S WAREHOUSE, LLC

Corporation Service Company
(Name)

1201 Hays Street

Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FI 32301

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.

(City/State/Zip)

Deborah D. Skipper
(Signature)

Deborah D. Skipper
Asst. V. Pres.

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

# Delaware

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#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KITER'S WAREHOUSE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF JULY, A.D. 2003

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KITER'S" WAREHOUSE, LLC" WAS FORMED ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

Warriet Smith Windson Secretary of State

AUTHENTICATION: 2508560

030437600

3674333 8300

DATE: 07-02-03