



199000000771

May 6, 1999

Florida Department of State
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

800002869358--0
-05/10/99-01096-015
****293.75 ****293.75

Dear Sir or Madam:

Enclosed is an Application By Foreign Limited Liability Company For Authorization To Transact Business In Florida along with our check in the amount of \$293.75 representing the filing fee for the Application and Affidavit, the fee for designation of Registered Agent and the fee for a Certificate of Status.

If you have any questions, please do not hesitate to contact me at (561) 344-5203.

Very truly yours,

A handwritten signature in black ink, appearing to read "Will Aden", written over a horizontal line.

William H. Aden
Chief Financial Officer

*- Transacted business
under #97-1418
- no penalty fees due.*

*- Valt
5/17/99*
FILED
59 MAY 21, PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5-24-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 11, 1999

WILLIAM H. ADEN
NITRO LEISURE PRODUCTS, INC.
590 NW PEACOCK BLVD SUITE 3
ST LUCIE WEST, FL 34986

SUBJECT: NITRO LEISURE PRODUCTS, LLC
Ref. Number: W99000011018

We have received your document for NITRO LEISURE PRODUCTS, LLC and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the names and street addresses of the members or managers of the limited liability company.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1188.75.

*N/A
per
Rat*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 999A00025777

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

1. Nitro Leisure Products, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 65-0909137
(FEI number, if applicable)
4. 8-31-98
(Date of Organization)
5. 12-31-2099
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 9-1-98
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 590 N.W. Peacock Blvd., Suite 1
Port St. Lucie, FL 34986
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Amin J. Khoury</u>	<u>Managing Mbr.</u>	<u>William H. Aden</u>	<u>Manager</u>
<u>590 N.W. Peacock Blvd., Ste. 1</u>		<u>590 N.W. Peacock Blvd., Ste. 1</u>	
<u>Port St. Lucie, FL 34986</u>		<u>Port St. Lucie, FL 34986</u>	
<u>Amin C. Khoury</u>	<u>Managing Mbr.</u>		
<u>590 N.W. Peacock Blvd., Ste. 1</u>			
<u>Port St. Lucie, FL 34986</u>			
<u>Paul D. Kaneb</u>	<u>Managing Mbr.</u>		
<u>590 N.W. Peacock Blvd., Ste. 1</u>			
<u>Port St. Lucie, FL 34986</u>			

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TALLAHASSEE, FLORIDA

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
Nitro Leisure Products, LLC certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is

\$ 4,095,699.⁰⁰

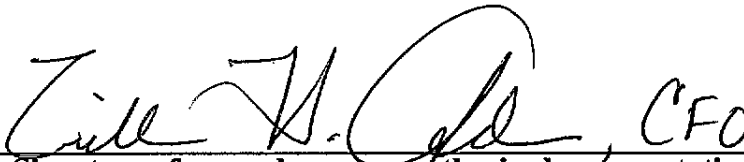
3) if any, the agreed value of property other than cash contributed by member(s) is
(A description of the property is attached and made a part hereto.)
and

\$ 0;

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is

\$ 4,095,699.⁰⁰

(This total includes amounts from 2 and 3 above.)

 CFO

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

William H. Aden, CFO

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

**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 IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Nitro Leisure Products, LLC

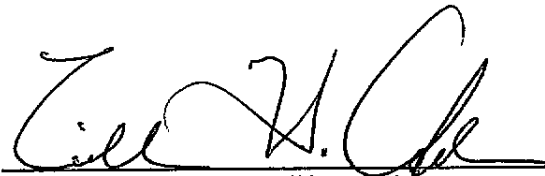
2. The name and the Florida street address of the registered agent and office are:

William H. Aden
(Name)

590 N. W. Peacock Blvd., Suite 1
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Port St. Lucie FL 34986
City/State/Zip

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.


(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

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99 MAY 24 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NITRO LEISURE PRODUCTS, 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 FIFTH DAY OF MAY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



2932783 8300

991177974

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9726186

05-05-99