

TRANSMITTAL LETTER

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

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-03/06/00--01150--015
*****78.75 *****78.75

SUBJECT: MAX & CO CORPORATION
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: MAX HETTER
Name (Printed or typed)

12735 NW 15th St.
Address

SUNRISE FL, 33323
City, State & Zip

954-5573991
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN MAR 2 1 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 13, 2000

MAX HEFTER
POST OFFICE BOX 450705
SUNRISE, FL 33345

SUBJECT: MAX & CO. INC. DBA ATHLETICO CORP.
Ref. Number: W00000006659

We have received your document for MAX & CO. INC. DBA ATHLETICO CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 600A00013794

ARTICLES OF INCORPORATION

The undersigned incorporator hereby forms a corporation under chapter 607 of the laws of the state of Florida.

ARTICLE 1 – NAME

The name of this corporation is MAX & CO INDUSTRIES, INC.

ARTICLE 2- PRINCIPAL OFFICE

The street address of the principal office of the corporation shall be : 12735 NW 15th street, Sunrise, FL 33323

ARTICLE 3-PURPOSE

The corporation is organized for the purpose of online E-Commerce services or in any activity permitted by this State or the United States.

ARTICLE 4-CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of 1 cent (\$.01)par value common stock which shall be designated as "common shares".

ARTICLE 5-INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered agent of this corporation is 12735 NW 15th Street, Sunrise, Fl 33323 and the name of the registered agent shall be Max Hefter

Article 6- INITIAL BOARD OF DIRECTORS

The corporation shall initially have one(1) director to hold office until the first annual meeting of the stock holders and their successor shall have been duly elected and qualified or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the by-laws of the corporation. The name and address of the initial director is

Max Hefter – 12735 NW 15th Street, Sunrise, Fl 33323
954-557-3991

FILED
00 MAR 20 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 7- INCOPORATOR

The name and address of the incorporator signing these articles is: Max Hefter – 12735 NW 15th street, Sunrise, FL 33323

ARTICLE 8 – PRE-EMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE 9 –INDEMNIFICATION

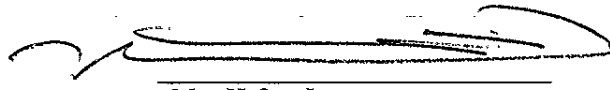
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 10 – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and my right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated Feb.15.2000



Max Hefter, Incorporator

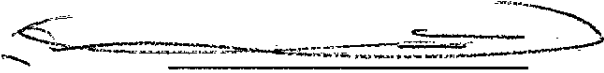
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

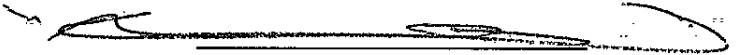
Pursuant to the provisions of section 607.0501, Florida Statutes,, the undersigned corporation , organized under the laws of the State of Florida, submits the following statement is the designating the registered office/registered agent, in the state of Florida.

- 1.The name of the corporation is MAX & CO INDUSTRIES, INC.
2. The name and address of the registered agent is

Max Hefter
12735 NW 15th Street
Sunrise, FL 33323


Max Hefter, incorporator
Dated Feb.15.2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HERBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,AND I AM FAMILIER WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AND REGISTERED AGENT.


Max Hefter
Dated Feb.15.2000