

# WALLACE, BROWNING, CLAYTON & KRAWETZ

A Partnership of Professional Associations  
Attorneys & Counselors At Law

JAIME L. WALLACE, P.A.  
ROBERT W. BROWNING, JR., P.A.  
(ALSO ADMITTED IN OHIO)

STANLEY M. KRAWETZ, P.A.  
(ALSO ADMITTED IN MICHIGAN)

THE CLAYTON LAW FIRM, P.A.

W. ANDREW CLAYTON, JR.  
(ALSO ADMITTED IN NEW JERSEY AND NEW YORK)

MERYL CONTE CLAYTON  
(ALSO ADMITTED IN NEW JERSEY)

1800 SECOND STREET  
SUITE 880  
SARASOTA, FLORIDA 34236  
TELEPHONE (941) 951-0707  
FACSIMILE (941) 951-7702

BUSINESS LAW  
CIVIL LITIGATION  
ESTATE PLANNING  
FAMILY LAW  
REAL ESTATE  
SECURITIES LITIGATION  
and ARBITRATION

100000063307

June 21, 2000

Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Fl. 32399

SUBJECT: Buckler Promotions USA, Inc.

500003304335--2  
-06/26/00--01083--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed please find two duplicate originals of the Articles of Incorporation for the above corporation and a check in the amount of \$70.00 covering the filing and registered agent fees.

Would you please file the Articles and return to me a date stamped copy of the Articles.

Thank you in advance for your assistance.

Very truly yours,



Robert W. Browning, Jr.

FILED  
JUN 26 AM 11:54  
SECRETARIAT OF STATE  
TALLAHASSEE, FLORIDA

\*Added  
Registered Agent  
under signature of  
Incorporator.  
not mine.

6-29-00  
4

**ARTICLES OF INCORPORATION**  
**OF**  
**BUCKLER PROMOTIONS USA, INC.**

00 JUN 26 AM 11:54  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE ONE. NAME**

The name of the corporation is BUCKLER PROMOTIONS USA, INC.

**ARTICLE TWO. PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE THREE. POWERS**

The corporation shall have all of the powers enumerated in the Florida General Corporation Act.

**ARTICLE FOUR. CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$ 1.00 per share.

**ARTICLE FIVE. PRINCIPAL OFFICE**

The street address of the principal office of the corporation is 1697 Doyle Rd., Deltona, FL 32725.

**ARTICLE SIX. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1800 Second St., Suite 880, Sarasota, Fl. 34236, and the name of the initial registered agent of the corporation at that address is Robert W. Browning, Jr., Attorney.

## ARTICLE SEVEN. DIRECTORS AND OFFICERS

This corporation shall have no Directors or Officers initially. The affairs of the corporation will be managed by the shareholders until such time as Directors are designated as provided by the Bylaws.

## ARTICLE EIGHT. INCORPORATOR

The name and address of the Incorporator is:

Robert W. Browning, Jr., Attorney  
1800 Second St., Suite 880  
Sarasota, Fl. 34236

FILED  
00 JUN 26 AM 11:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE NINE. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned Incorporator has executed these Articles of Incorporation this 21st day of June, 2000.



ROBERT W. BROWNING, JR.

INCORPORATOR / REGISTERED AGENT

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 21st day of June, 2000, by Robert W. Browning, Jr., who is personally known to me and who did not take an oath.

  
Notary Public

LAURA LEE DEZELSKI  
Notary Public - State of Florida  
My Commission Expires May 22, 2004  
Commission # CC923353

ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT FOR  
BUCKLER PROMOTIONS USA, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and 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.

DATED: June 21, 2000