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Atwood Sports, Inc. 342 Pressview Avenue Longwood, Florida 32750 OO JUL 10 PM 1: 10 SEUMETARY OF STATE TALLAHASSEE, FLORIDA

July 7, 2000

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

800003318238--9 -07/10/00--01114-002 \*\*\*\*\*78.85 \*\*\*\*\*78.75

Gentlemen:

Enclosed please find executed Articles of Incorporation for Atwood Sports, Inc., together with a check in the amount of \$78.85 covering fees related to filing, designation of registered agent, and certified copy.

In the event that the corporate name is not available, please advise the undersigned at telephone (407) 331-0953.

Thank you for your prompt attention to this matter.

John Atwood

Enclosure

12/13/00

### ARTICLES OF INCORPORATION OF

# 00 JUL 10 PM 1: 10 SEUMETANY OF STATE TALLAHASSEE, FLORIDA

FILED

#### Atwood Sports, Inc.

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

#### ARTICLE I. NAME

The name of this corporation is: <a href="Atwood Sports">Atwood Sports</a>, <a href="Inc.">Inc.</a></a>

#### ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, may act in any capacity including as an agent or attorney-in-fact for any person or entity.

#### ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock, with a par value of one dollar (\$1.00), which shall be designated "Common Shares".

#### ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 342 Pressview Avenue, Longwood, FL 32750 and the name of the initial registered agent of this corporation at that address is John Atwood

#### ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall have <u>1</u> director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is: <u>John Atwood</u>; 342 Pressview Avenue, Longwood, FL 32750

#### ARTICLE VI. INCORPORATORS

The name and address of the person signing these Articles is:

John Atwood; 342 Pressview Avenue, Longwood, FL 32750.

## ARTICLE VII. AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a majority vote of all outstanding shares.

#### ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

#### ARTICLE IX. CORPORATION EXISTENCE

The term of existence of the corporation is perpetual.

IN WITNESS WHEREOF, I have subscribed my name this 7 day of 3, 2000.

John Atwood Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared <u>John Atwood</u> to me known to be described as the Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that <u>he</u> subscribed to those Articles of Incorporation.

witness my hand and official seal in the County and State named above, this 7th day of July , 2000.

NOTARY PUBLIC

MARY JEAN ALDRICH My Comm Exp. 11/24/2000 Bonded By Service Ins No. CC603696 X Personally Known 11 Other I.D

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SEUNETARY OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICALEAHASSEE, FLORIDA FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091. Florida Statutes, the following is submitted, in compliance with said Act:

First - That Atwood Sports, Inc. desiring to organize under the laws of the State of Florida with its initial office, as indicated in the Articles of Incorporation at 342 Pressview Avenue, Longwood, FL 32750, has named John Atwood located at 342 Pressview, Longwood, FL 32750 as its agent to accept service of process within this state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:

Registered Agent