

PO0000078549



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 803550 9585A

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : \$ 78.75

ORDER DATE : August 18, 2000

ORDER TIME : 12:27 PM

ORDER NO. : 803550-005

CUSTOMER NO: 9585A

CUSTOMER: G. Edward Clement, Esq
Potter Clement And Lowry

308 East Fifth Avenue

Mount Dora, FL 32757

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 19 PM 2:48

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DOMESTIC FILING

NAME: MCDELWORTH SPORTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

RECEIVED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

JP
8/21/00

ARTICLES OF INCORPORATION

OF

MCDelWORTH SPORTS, INC.

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ARTICLE I - NAME

The name of this Corporation is McDelworth Sports, Inc. and the address is 8217 Shay Lynn Court, Orlando, Florida 32810.

ARTICLE II - TERM OF EXISTENCE

The existence of this Corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

This Corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

ARTICLE V - DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have the preemptive right to purchase any new stock of this Corporation.

ARTICLE VI - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this Corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of this Corporation is 8217 Shay Lynn Court, Orlando, Florida. The street address of the Registered Agent and Resident Agent of this

Corporation is at 308 East Fifth Avenue, Mount Dora, Florida 32757, and the name of the Registered Agent and Resident Agent at that address is G. Edward Clement.

ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have between one (1) and five (5) Directors. The initial Board of Directors shall have two (2) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are as follows:

Donald James Wadsworth
8217 Shay Lynn Court
Orlando, Florida 32810

Mario Del Rey
200 Crooked Oak Court
Longwood, Florida 32779

ARTICLE IX - INCORPORATOR

The names and addresses of the persons signing these Articles are as follows:

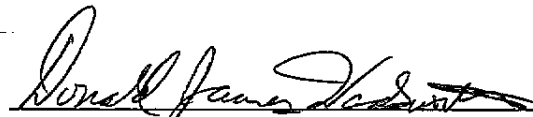
Donald James Wadsworth
8217 Shay Lynn Court
Orlando, Florida 32810

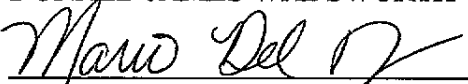
Mario Del Rey
200 Crooked Oak Court
Longwood, Florida 32779

ARTICLE X - LIMITATIONS ON AMENDMENT

These Articles of Incorporation may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned set their hands and have acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 15 day of August, 2000.


DONALD JAMES WADSWORTH

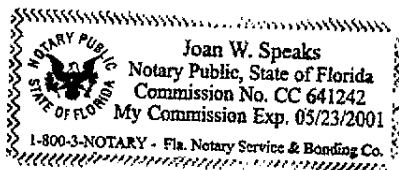

MARIO DEL REY

STATE OF FLORIDA

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 15th day of August, 2000, by
DONALD JAMES WADSWORTH,

- (☒) who is personally known to me & did not take an oath.
- () who has produced _____ as identification and did take an oath
stating he was indeed the person as set forth herein.



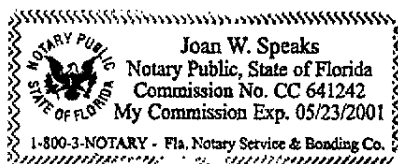
Joan W. Speaks
NOTARY PUBLIC:
STATE OF FLORIDA
My commission expires:

STATE OF FLORIDA

COUNTY OF Orange

The foregoing instrument was acknowledged before me this ____ day of August, 2000, by
MARIO DEL REY,

- () who is personally known to me & did not take an oath.
- (☒) who has produced D460-540-57-144-0 as identification and did take an oath
stating he was indeed the person as set forth herein.



Joan W. Speaks
NOTARY PUBLIC:
STATE OF FLORIDA
My commission expires:

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DIVISION OF CORPORATIONS
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ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, G. Edward Clement, hereby accept the position of Registered and Resident Agent for
McDelworth Sports, Inc.

G. Edward Clement
G. Edward Clement