

P000000 88826
WOLFE, YOUNG, &
O'BAKER & COMPANY Accountants & Tax Consultants

5100 Highway 17-92, Suite 200 • Casselberry, Florida 32707 • Phone: 407.339.9000 • Fax: 407.339.4205 • Internet: www.wyoc.com

September 15, 2000

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

Re: *Sportowels.com, Inc.*

800003397048--6
-09/18/00--01134--009
*****70.00 *****70.00

To Whom It Concerns:

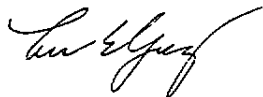
Enclosed please find \$70.00 check for Filing Fees and Registered Agent Designation for the proposed incorporation of the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

Should you have any questions, please do not hesitate to call this office.

Very truly yours,

WOLFE, YOUNG, O'BAKER & COMPANY



Lonnie E. Young

LEY/cya
Enclosures

cc: Jeffrey J. Welch

FILED
00 SEP 18 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER

SEP 20 2000

ARTICLES OF INCORPORATION

OF

Sportowels.com, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent contract, hereby forms a corporation under the laws of the State of Florida.

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00 SEP 18 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

The name of the corporation is: **Sportowels.com, Inc.** The principal place of business of this corporation shall be 1875 Buccaneer Circle, Sarasota, FL 34231.

Article II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, or country.

Article III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 8,000 shares of common stock having a par value of \$1.00 per share.

Article IV

The street address of the initial registered office shall be 1875 Buccaneer Circle, Sarasota, FL 34231 and the name of the initial registered agent of the corporation at that address is Jeffrey J. Welch.

Article V

The corporation is to exist perpetually.

Article VI

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The name and address of the Initial Director is: Jeffrey J. Welch, 1875 Buccaneer Circle, Sarasota, Fl 34231.

Article VII

The initial officers of the corporation are as follows: Jeffrey J. Welch, President, Secretary and Treasurer, 1875 Buccaneer Circle, Sarasota, Fl 34231.

Article VIII

The name and street address of the subscriber of these Articles of Incorporation is: Jeffrey J. Welch, 1875 Buccaneer Circle, Sarasota, Fl 34231.

Article IX

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.


Article X

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

Article XI

This By-Laws of the corporation may be amended by majority vote of either the directors or the shareholders.

IN WITNESS WHEREOF,
the undersigned has set his hand and seal on this the 11 day of September 2000, A.D.,
2000.



Jeffrey J. Welch

STATE of FLORIDA

COUNTY OF _____:

BEFORE ME, the undersigned authority, personally appeared Jeffrey J. Welch, who is personally known to me who produced identification of _____, and who executed the foregoing "Articles of Incorporation", and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF,

I have set my hand and seal on this 11th day of September, A.D., 2000.



County of Sarasota

Notary Public, State of Florida
AT LARGE

My Commission Expires: (N.P.Seal)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 18 AM 9:53

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of law relative to the proper and complete performance of my duties.



Jeffrey J. Welch, Resident Agent