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TRANSMITTAL LETTER

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

February 14, 2001

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-02/22/01--01026--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT: PEEK-A-BOO SPORTS, INC.**

Enclosed is an original and two (2) copies of the Articles of Incorporation for Peek-a-boo Sports, Inc. and a check in the amount of \$78.75 to cover the costs for Filing Fees, Registered Agent Designation and a Certified Copy.

**FROM:**

**Address:**

Patrick McKelheer  
5241 Wildflower Road  
Orlando, FL 32821

**Telephone:**

Home -- 407-345-5380  
Cellular -- 407-351-1290

FILED  
01 FEB 22 PM 12:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*patrick mckelheer*

*ggs/22*

**ARTICLES OF INCORPORATION  
OF  
PEEK-A-BOO SPORTS, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE 1 – NAME**

The name of the corporation formed pursuant to these Articles of Incorporation is Peek-a-boo Sports, Inc.

**ARTICLE II – DURATION**

The corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation with the Secretary of State, State of Florida.

**ARTICLE III – PURPOSE**

The corporation is organized for the purpose of designing, manufacturing, marketing, and distribution of sports clothing.

**ARTICLE IV – CAPITAL STOCK**

The corporation is authorized to issue 10,000 shares at \$0.10 par value common stock.

**ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT AND  
CORPORATE ADDRESS**

The street address of the initial registered agent of the corporation is as follows:

5241 Wildflower Road  
Orlando, Florida 32821

The name of the initial registered agent of the corporation is:

Patrick McKelheer

The street address of the corporate offices shall be:

5241 Wildflower Road  
Orlando, Florida 32821

#### **ARTICLES VI – INITIAL BOARD OF DIRECTORS AND OFFICERS**

- A. The corporation shall have a minimum of two (2) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than two (2).
- B. The names and addresses of the initial directors and officers of the corporation is as follows:

<b><i>Name</i></b>	<b><i>Address</i></b>	<b><i>Office</i></b>
Patrick McKelheer	5241 Wildflower Road Orlando, Florida 32821	President/ Secretary
Robert W. Gross	5233 Wildflower Road Orlando, Florida 32821	Vice President/ Treasurer

#### **ARTICLE VII – INCORPORATORS**

The name and address of the person signing these Articles of Incorporation are:

<b><i>Name</i></b>	<b><i>Address</i></b>
Patrick McKelheer	5241 Wildflower Road Orlando, Florida 32821

## **ARTICLE VIII – BY-LAWS**

The power to adopt, alter, amend or repeal the corporation's by-laws shall be vested in the Board of Directors and the shareholders.

## **ARTICLE IX – PRE-EMPTIVE RIGHTS**

Every shareholder of the corporation shall have pre-emptive rights as provided in Section 607.0630 of the *Florida Statutes*.

## **ARTICLE X – INDEMNIFICATION**

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

## **ARTICLE XI – AMENDMENT**

The corporation reserves the right to amend the Articles of Incorporation in the manner provide by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 3rd day of November, 2000.

  
\_\_\_\_\_  
Patrick McKelheer  
Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT / REGISTERED OFFICE**  
**FOR**  
**PEEK-A-BOO SPORTS, INC.**

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 in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Peek-a-boo Sports, Inc.
2. The name and address of the registered agent and office is Patrick McKelheer, 5241 Wildflower Road, Orlando, Florida 32821.

DATED: February 14, 2001

  
Patrick McKelheer

**ACCEPTANCE  
AS  
REGISTERED AGENT  
FOR**

**PEEK-A-BOO SPORTS, INC.**

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TALLAHASSEE, FLORIDA

**FILED**

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 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated: February 14, 2001

  
Patrick McKelheer