

PD1000075755

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

SUBJECT: MAKAI PADDLESPORTS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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-07/30/01--01128--015
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: D. Tobyn DeYoung
Name (Printed or typed)

601 Bayshore Blvd., Suite 840
Address

Tampa, Florida 33606
City, State & Zip

(813) 253-3755
Daytime Telephone number

01 JUL 30 AM 9:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

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8/1/01 40

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01 JUL 30 AM 9:03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
MAKAI PADDLESPOrts, INC.**

In compliance with Chapter 607, Florida Statutes, the undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLES I NAME.

The name of the Corporation shall be:

MAKAI Paddlesports, Inc.

ARTICLES II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation shall be:

5402-E Pioneer Park Blvd.
Tampa, Florida 33634

ARTICLE III. PURPOSE.

The purpose for which the corporation is organized is:

Retail sale of Paddlesport Equipment and related items.

ARTICLE IV. SHARES.

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights, with each share entitling its holder to one vote. Holders of common shares shall be entitled to receive the net assets of the corporation upon dissolution. The Corporation is entitled to issue four (4) common shares. Such shares of the Corporation shall have a par value of one dollar (\$1.00) per share.

ARTICLE V. INITIAL BOARD OF DIRECTORS.

The number of Directors constituting the Board of Directors is two. The number of Directors may be increased or decreased in accordance with the bylaws but shall never be less than one. The name and address of each initial director of the Corporation is as follows:

Phillip B. Yost 5402-E Pioneer Park Blvd., Tampa, Florida, 33634
D. Tobyn DeYoung 601 Bayshore Blvd., Suite 840, Tampa, Florida, 33606

ARTICLE VI. REGISTERED AGENT.

The **name and Florida street address** of the registered agent is:

D. Tobyn DeYoung
601 Bayshore Blvd., Suite 840
Tampa, Florida 33606

ARTICLE VII. INCORPORATORS.

The names and addresses of the Incorporators to these Articles of Incorporation:

D. Tobyn DeYoung
601 Bayshore Blvd., Suite 840
Tampa, Florida 33606

Phillip B. Yost
5402-E Pioneer Park Blvd.
Tampa, Florida 33634

ARTICLE VIII. AMENDMENT.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE IX. INDEMNIFICATION.

The Corporation shall Indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law, including but not limited to Florida Statutes Section 607.0850.

ARTICLE X. PREEMPTIVE.

The Corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

ARTICLE XI. SHARE TRANSFER RESTRICTIONS.

Shares of the Corporation shall be issued to the following persons in the following amounts upon payment to the Corporation of the par value of each share of stock:

| Shareholder | Number of Shares |
|--------------------|-------------------------|
| Phil B. Yost | 2 |
| D. Tobyn DeYoung | 2 |

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the shareholders, which agreement may expand this Article and which may also include the Corporation as a party. These restrictions are intended to preserve exemptions under federal and state securities laws, to provide for orderly changes in ownership of shares, and to

serve other reasonable purposes.

ARTICLE XII. RIGHTS OF INITIAL DIRECTORS.

Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring shares in this corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as the Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

ARTICLE XIII. BYLAWS.

The power to adopt, alter, amend and repeal the bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the shareholders.

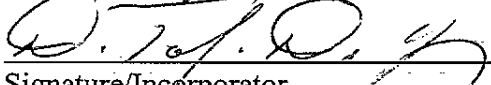
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

7/26/01

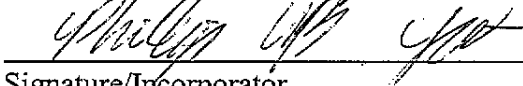
Date



Signature/Incorporator

7/26/01

Date



Signature/Incorporator

7-26-01

Date