

P01000097488

TRANSMITTAL LETTER

FILED  
01 OCT -5 PM 4:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Cool Heads Cap Corporation.  
(Proposed corporate name-must include suffix)

200004624382--8  
-10/05/01--01013--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

<input type="checkbox"/> \$70.00	<input checked="" type="checkbox"/> \$78.75	<input type="checkbox"/> \$122.50	<input type="checkbox"/> \$131.25
Filing fee	Filing fee & Certificate	Filing fee & Certified Copy	Filing fee, Certified Copy & Certificate

FROM: Clifton H. Rodriguez, C.P.A.  
Name (printed or typed)

3146 N.W. 68 Street

Ft. Lauderdale, Florida 33309

Voice: (954) 969-9380

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

# ARTICLES OF INCORPORATION

For

**Cool Heads Cap Corporation**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

## Article I-Name of the Corporation

The name of the corporation shall be:

**Cool Heads Cap Corporation**

## Article II-Nature or Purpose of the Business

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state. The corporation will be the primary retailer and distributor of the **Cool Heads Cap** (a cap uniquely designed to trap sweat, oil and other bodily fluids), as well as other sporting apparel in the Tri-County area, and the State of Florida, the United States and the world. The corporation will comply with any professional regulations imposed by state agencies within the State of Florida as well as federal agencies.

## Article III-Principal Office

The principal business mailing address of this corporation shall be:

3146 N.W. 68 Street  
Ste. No.1  
Ft. Lauderdale, Florida 33309-1206

## Article IV-Number of Shares Authorized

The number of common shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1000)

(The par value of the corporation common stock will be \$1.00) Clifton H. & Terri B. Rodriguez will own 60% and 40% respectively of the outstanding shares of the corporation.

# ARTICLES OF INCORPORATION

For

**Cool Heads Cap Corporation**

## Article V-Initial Registered Agent

The name and address of the initial registered agent is:

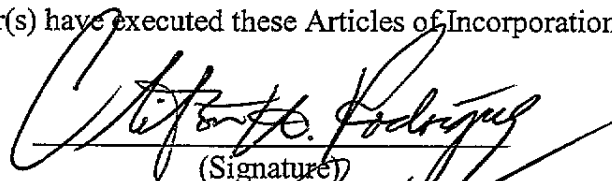
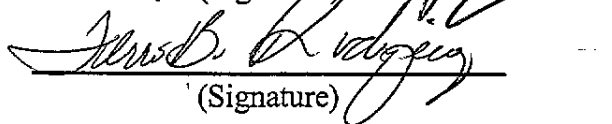
Clifton H. Rodriquez, C.P.A.  
3146 N.W. 68 Street  
Ft. Lauderdale, Florida 33309-1206

## Article VI-Subscribers (s)

Mr. Clifton H. Rodriquez  
3146 N.W. 68 Street  
Ft. Lauderdale, Florida 33309-1206

Mrs. Terri B. Rodriquez  
3146 N.W. 68 Street  
Ft. Lauderdale, Florida 33309-1206

The undersigned subscriber(s) have executed these Articles of Incorporation this  
2<sup>nd</sup> day of October, 2001:

  
(Signature)  
  
(Signature)

## Article VII-Appointment of Corporate Officers

The Board of Directors of the corporation has appointed the following officers:

<u>Name</u>	<u>Address</u>	<u>Position</u>
Clifton H. Rodriquez	3146 N.W. 68 Street Ft. Lauderdale, FL 33309	President/CEO/Chair
Terri B. Rodriquez	3146 N.W. 68 Street Ft. Lauderdale, FL 33309	Executive Vice President/Director

The above officer(s) will serve until such time that the Board of Directors sees fit to relieve them of their duties and responsibilities as officer(s) of the corporation.

**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

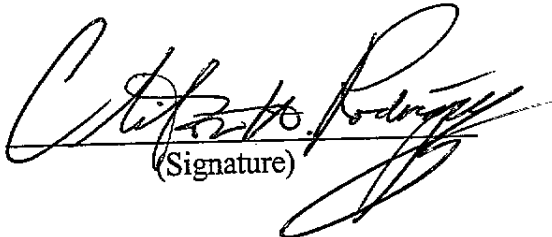
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA  
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF  
FLORIDA.

1. The name of the corporation is:  
  
**Cool Heads Cap Corporation**
2. The name and address of the registered agent and office are as follows:

Mr. Clifton H. Rodriguez, C.P.A.  
3146 N.W. 68 Street  
Ft. Lauderdale, Florida 33309

*Having been named as registered agent and to accept service 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 I am familiar with and accept the obligation of my position as registered agent.*

  
(Signature)

2<sup>nd</sup> October, 2001  
(Date)