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INTEGRATED SPORTS GROUP, INC.  
10920 75TH STREET NORTH  
LARGO, FL 33777

City/State/Zip

Phone #

400004728234-4

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

- 1. \_\_\_\_\_  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

**AMENDMENTS**

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

**OTHER FILINGS**

- Annual Report
- Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

F. CHESSER DEC 18 2001

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
INTEGRATED SPORTS GROUP, INC.

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

ARTICLE I - NAME

The name of the corporation shall be INTEGRATED SPORTS GROUP, INC.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is

- (a) To manufacture and market novelty products for the sports industry.
- (b) To buy, sell, mortgage, exchange, lease of hold for investment or otherwise, use and operate, real estate of all kinds, improve or unimproved, and any right or interest therein.
- (c) To enter into, make, perform, and carry out contracts of every sort and kind which may be necessary or convenient for the business of this corporation, or business of a similar nature, with any person, corporation, private, public or municipal body politic under the government of the United States of any state, territory, or possession thereof, or any foreign government as far as to the extent that the same be done and performed by the corporation organized under the Stock Corporation Law of this state.
- (d) To acquire, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, ant to invest, trade and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.
- (e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of the corporate indebtedness as required.
- (f) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purposes without limit as to amount, with any person, firm, association or corporation, and to transact any further and other business necessarily connected with the purpose of this corporation, or calculated to facilitate the same.
- (i) To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use exercise and enjoy all of the general powers of like corporations.
- (j) To engage in any and all lawful business, trades, occupations and professions.
- (k) To do any and all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone, or in

- company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.
- (l) To have and exercise all the powers and rights conferred by the laws of the State of Florida upon corporations of this kind, and to do each and every things necessary, suitable or proper for the accomplishment of any of the purposes of the attainment of any one or more of the objects or powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection hereinabove set forth, to the same extent as any natural person might or could do.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in the Article, shall be otherwise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 7000 shares of common stock, each share having the par value of One (\$1.00) Dollar, currency of the United States of America.

Shares may be issued only for consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

#### ARTICLE IV – PRE-EMPTIVE RIGHTS

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 as his pro rate share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

#### ARTICLE V – TERM OF EXISTENCE

This corporation shall have perpetual existence.

#### ARTICLE VI – INTIAL REGISTERED OFFICE AND AGENT

The street address of the original registered office of this corporation shall be 10920 75<sup>th</sup> Street North Largo, Florida 33777, and name of the initial registered agent of the corporation at that address is Donald L. Harkins Jr.

#### ARTICLE VII – DIRECTORS

The number of directors may be increased from time to time in the manner set forth in the by-laws, but the number of directors shall never be less than two.

#### ARTICLE VIII – INTIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
DONALD L. HARKINS JR.	10920 75th STREET NORTH LARGO, FLORIDA 33777
TODD M. HARKINS	10920 75 <sup>TH</sup> STREET NORTH

LARGO, FLORIDA 33777

BRETT A. HARKINS

10920 75<sup>TH</sup> STREET NORTH  
LARGO, FLORIDA 33777

These persons named as directors of the corporation are of full age and residents of the United States.

ARTICLE IX – INTIAL OFFICERS

The company's initial officers shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
TODD M. HARKINS	10920 75 <sup>th</sup> STREET NORTH LARGO, FLORIDA 33777	PRESIDENT
DONALD L. HARKINS, JR.	10920 75 <sup>th</sup> STREET NORTH LARGO, FLORIDA 33777	VICE-PRESIDENT

ARTICLE X – INCORPORATORS

The name and address of the persons signing these articles is, DONALD L. HARKINS JR., 10920 75<sup>th</sup> STREET NORTH, LARGO, FLORIDA 33777.

ARTICLE XI – BY LAWS

The initial by-laws of the corporation shall be adopted by the Board of Directors, at the organizational meeting; thereafter the power to adopt, alter amend or repeal the by-laws shall be vested in the shareholders of the corporation.

ARTICLE XII – POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII – COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of the corporation.

ARTICLE XIV – SUBSCRIBER

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
TODD M. HARKINS	10920 75 <sup>th</sup> STREET NORTH LARGO, FLORIDA 33777	500
BRETT A. HARKINS	10920 75 <sup>TH</sup> STREET NORTH LARGO, FLORIDA 33777	500

ARTICLE XV – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholder, and approved at a stockholder's meeting by a majority of the stock entitled to vote hereon, unless all the directors and all stockholders sign a written statement manifesting his intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XVI - PRINCIPAL OFFICE


The principal office of this corporation shall be 10920 75<sup>th</sup> STREET NORTH LARGO, FLORIDA 33777.

IN WITNESS WHEREOF, the undersigned being all of the incorporators of said corporation execute these ARTICLES OF INCORPORATION and verify, subject to penalties of perjury, that the statements contained herein are true under the laws of the State of Florida this 13TH DAY OF DECEMBER 2001.

 (SEAL)  
DONALD L. HARKINS, JR.

ACCEPTANCE OF REGISTERED AGENT:

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."

 (SEAL)  
DONALD L. HARKINS, JR.

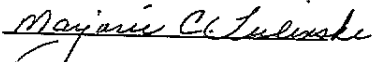
STATE OF FLORIDA )

COUNTY OF PINELLAS )

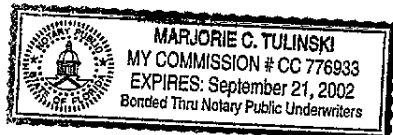
Before me, the undersigned authority, personally appeared Donald L. Harkins Jr. to me well known to be the individual described in and executed the foregoing Articles of Incorporation, and who

Executed the foregoing acceptance of registered agent, and he acknowledged before me that he the same for purposes herein expressed.

WITNESS MY HAND and official seal in the County and State named above, this 13<sup>th</sup> day of December, 2001.

  
Notary Public

My Commission expires: \_\_\_\_\_



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