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**Florida Department of State
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FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

FLORIDA PROFIT CORPORATION OR P.A.

ANYTHING ATHLETIC, INC.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$70.00

Ps 1/11/02 1/9/02

ARTICLES OF INCORPORATION

OF

ANYTHING ATHLETIC, INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

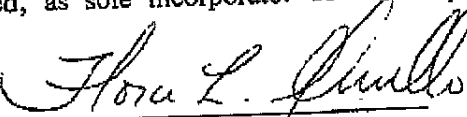
1. The name of the corporation is **ANYTHING ATHLETIC, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is *100 common shares with no par value.*
5. The principal address and mailing address of the corporation will be :
1216 Wild Ridge Road, Lynn Haven, FL 32444
6. Its registered office in the State of Florida is to be located at **1216 Wild Ridge Road, Lynn Haven, FL 32444** and its registered agent at such address is: **Elizabeth R. Smith**
7. The name and address of each person who shall serve as Director is as follows:

Elizabeth R. Smith	Laura J. Bloomer
1216 Wild Ridge Road	4736 Spring Place
Lynn Haven, FL 32444	Land O Lakes, FL 34639
8. The name and address of the sole incorporator is: *Flora L. Murillo c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, NY 10013*

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IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: January 9, 2002


Flora L. Murillo
Sole Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013
212-431-5000

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ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT

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I, the undersigned, do hereby accept appointment as Registered ANYTHING ATHLETIC, INC. the within named corporation.

Dated: January 9, 2002


Elizabeth R. Smith

BlumbergExcelsior Corporate Services
62 White Street
New York, NY 10013
212-431-5000

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