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Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32399

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-01/17/02--01033--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

January 3, 2002

Dear Department of State,

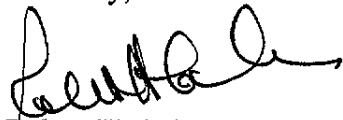
Enclosed please find the Articles of Incorporation for:

SPORTS ON WHEELS, INC.

Also enclosed is a check in the amount of \$ 70.00 covering filing fees and payment  
of an executed copy of said articles.

If you have any questions, please do not hesitate to get in touch with me directly.

Sincerely,



Robert H. Cohen

8061 W. McNab Rd  
Tamarac, Fl 33321

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2002 JAN 16 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

fi/23/02

ARTICLES OF INCORPORATION

OF

SPORTS ON WHEELS, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purposes of foregoing a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation.

ARTICLE I

Corporate Name & Address

The name of the corporation shall be Sports On Wheels, Inc. and the address is 4545 NW 103<sup>rd</sup> Ave Suite 201 Sunrise, Fl 33351.

ARTICLE II

Term of Existence

The duration of the corporation is perpetual, to be commenced with the filing of these articles of incorporation with the Department of State of the State of Florida.

ARTICLE III

Nature of Corporate Business

The general purpose for which the corporation is organized is:

1. to engage in sports product sales and to do that which is incidental to the foregoing in order to accomplish the foregoing; and
2. to transact any other lawful business for which corporations may be incorporated under the Florida general Corporations Act.

ARTICLE IV

Authorized Shares

The aggregate number of shares, which the corporation is authorized to issue, is 1000 shares. Such shares shall be of single class and shall have a par value of \$ 1.00 per share.

ARTICLE V

Initial Agent

The address of the initial registered office of the corporation is 4545 NW 103<sup>rd</sup> Ave Suite 201 Sunrise, Fl 33351 and has named Lynne Fried as the registered agent.

ARTICLE VI  
Initial Board of Directors & Incorporators

The number of directors/incorporators is two. (2)

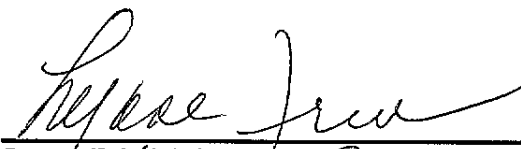
The names and address of each person who is to serve as member of the board and be incorporators are:


NAME & ADDRESS
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Lynne Fried  
4545 NW 103<sup>rd</sup> Ave  
Suite 201  
Sunrise, Fl 33351

Howard Sultan  
4545 NW 103<sup>rd</sup> Ave  
Suite 201  
Sunrise, Fl 33351

Signature of above:

  
\_\_\_\_\_  
Lynne Fried, Director, Incorporator

  
\_\_\_\_\_  
Howard Sultan, Director, Incorporator

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED

.....  
In pursuance to chapter 48.901, Florida statutes, the following is submitted in compliance  
with said act:

FIRST---SPORTS ON WHEELS, INC.

Desiring to organize under the laws of the State of Florida, with its principal office,  
as indicated in the articles of incorporation, at the city of Sunrise has named  
Lynne Fried to accept service of process in the State of Florida.

Having been named to accept service in the State of Florida for the above mentioned  
entity at a place designated in this certificate, I hereby accept to act in this capacity and  
agree to comply with the provisions of said act relative to keeping open said office.

By: , Agent-Lynne Fried

STATE OF FLORIDA

COUNTY OF BROWARD

I hereby certify that on this 15 day of Jan, 2002, before me personally appeared

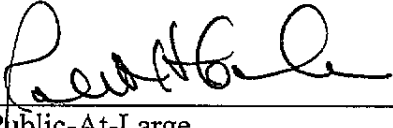
Lynne Fried & Howard Sultan incorporators of

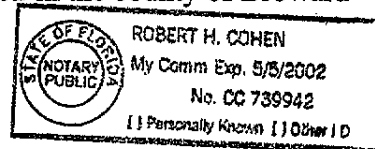
**SPORTS OM WHEELS, INC.**

under the laws of the State of Florida, to me known to be the person/persons described in and who executed the foregoing instrument and severally acknowledge the execution thereof to be their free act and deed as such directors, for the uses and purposes therein mentioned; and the said instrument is the act and deed of said corporation.

Witness my signature and official seal on 1/2, 2002 in the county of Broward

and the State of Florida.

  
\_\_\_\_\_  
Notary Public-At-Large  
State of  
Florida



\_\_\_\_\_  
My commission expires