

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO20000039842

Venture Sports Inc. of
Florida

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*****87.50 *****87.50

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ☒ Photo Copy _____
- ☒ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval ☒ _____
- _____ Courier _____

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TALLAHASSEE FLORIDA

Signature _____

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Date 3/28

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Walk-In _____

Will Pick Up _____

Woj 8778
Gf 3/28
Gf 4/12/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 28, 2002

CAPITAL CONNECTION, INC.

SUBJECT: VENTURE SPORTS INC. OF FLORIDA
Ref. Number: W02000008798

RECEIVED
02 APR 11 PM 3:34

We have received your document for VENTURE SPORTS INC. OF FLORIDA and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 302A00018692

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
VENTURE SPORTS INC. INTERNATIONAL

The undersigned incorporators associate themselves with the intention of forming a professional corporation pursuant to Chapters 607 and 621 of the Florida Statutes and adopt the following articles of incorporation for the corporation:

ARTICLE ONE

NAME

The name of the corporation is Venture Sports Inc. ~~I~~INTERNATIONAL

ARTICLE TWO

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 3167 SW 27th Ave., City of Miami, State of Florida. The name of the initial registered agent of the corporation, located at that office, is David A. Koster.

ARTICLE THREE

DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE FOUR

PURPOSE

The purpose of this corporation is to engage in the furnishing of sailing lessons and chartering of a sailboat, but it may engage in any lawful business.

ARTICLE FIVE

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock, and shall have no par value.

ARTICLE SIX

TAX ELECTION

This corporation shall be designated and elects a Subchapter S corporation for federal and state tax purposes.

ARTICLE SEVEN

CAPITALIZATION

The amount of capital with which the corporation will begin to perform its business is not less than \$1,000.

ARTICLE EIGHT

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE NINE

RESTRICTION ON TRANSFER OF SHARES

All shares issued by this corporation shall be considered restricted and not freely transferable or alienable. Any party that wishes to sell, transfer and/or assign their shares must first offer them back to the corporation and all existing shareholders, whom shall have ninety (90) days to accept or reject said shares. The price of said shares shall be determined by an independent expert, and if more than one party wished to buy said shares, they shall be apportioned equally. All shares, when issued, shall have the notation conspicuously on them that states that the shares are restricted.

ARTICLE TEN

DERIVATIVE RIGHTS

The corporation, when it issues new and previously unissued shares, must first give to all existing shareholders the right to purchase an amount of shares, at the issuance price, equal to the amount that will keep their ownership percentage the same in the corporation. These derivative rights attach to the shares.

ARTICLE ELEVEN

INCORPORATORS

The name, street addresses and initial percentage ownership of the outstanding shares to be issued of each person signing these articles of incorporation as an incorporator is:

David A. Koster	3167 SW 27th Ave. Miami , FL 33133	100% Ownership
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ARTICLE TWELVE

MANAGEMENT

The corporation shall be managed by its officers and shall not have a board of directors.

ARTICLE THIRTEEN

BYLAWS

The initial management shall submit the proposed bylaws to the shareholders at the initial shareholders meeting to be held not more than 60 days following the issuance of the Certificate of Incorporation. Following the adoption of the bylaws, the internal affairs of the corporation shall be regulated and managed in accordance with the bylaws.

ARTICLE FOURTEEN

DISSOLUTION

The corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata.

THE UNDERSIGNED INCORPORATORS of this corporation have executed these articles of incorporation at 3167 S.W. 27 Ave. Miami, FL., on 3/19/2002, 2001.


INCORPORATOR
David A. Kostel

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.


REGISTERED AGENT
David A. Kostel

3/19/2002
DATE

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TALLAHASSEE FLORIDA