

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
Tel (904) 887-0000 • 1-800-342-8062 • Fax (850) 222-1222

PO2000040071

Adpro Sports, Inc

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*****78.75 *****78.75

- ☒ 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 _____

RECEIVED
02 APR 12 PM 11:10

FILED
2002 APR 12 PM 2:25
TALLAHASSEE FLORIDA

Signature _____

Requested by: SL

Name _____

Date 4/12

Time 11:00

Walk-In _____

Will Pick Up _____

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8/4/12/02

ARTICLES OF INCORPORATION

OF

ADPRO SPORTS, INC.

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2002 APR 12 PM 2:25

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribes of these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I : NAME OF CORPORATION

The name of this corporation is ADPRO SPORTS, INC.

ARTICLE II : PURPOSE

The general nature of the business to be transacted by this corporation is to conduct and carry on the business of retail and wholesale sales of sports equipment, uniforms, paraphernalia, supplies, and accessories.

To buy, sell, trade, and deal in all and every kind of material, equipment, supplies, product, manufactured, or unmanufactured; to buy, acquire, hold, use, employee, mortgage, convey, lease, and dispose of patent rights, letters patent, processes, devices, inventions, trademarks, formulas, goodwill and other rights; to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve, and otherwise deal in and dispose of real estate and real property or any interest or rights there in, to lend money on bonds secured by mortgage and real property and to make advance from time to time on bonds secured by mortgage for future advance on real estate, but nothing there in set forth shall give or be construed to give said corporation any banking powers.

ARTICLE III : SHARES

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock without nominal or par value. The consideration to be paid for each share shall be \$ 1.00 in money,

property, or services.

ARTICLE IV : RESTRICTIONS

All shareholders are restricted from transferring or selling their respective shares without prior approval of the Board of Directors.

ARTICLE V : CAPITAL

The amount of capital with which this corporation is to begin business with is \$ 1,000.00 Dollars.

ARTICLE VI : TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII : LOCATION

The initial post office address to the principal office of this corporation in the State of Florida is 2331 N State Road 7, Suite 207, Lauderdale, Florida. The Board of Directors may from time to time move to the principal office to any other address in Florida. The initial registered agent at this address is Gerald Wilcox.

ARTICLE VIII : BOARD OF DIRECTORS

Section 1. The Board of Directors shall manage the business affairs of this corporation. This corporation shall have two directors, initially. The number of directors may be increased from time to time, by the by-laws adopted by the stockholders, but shall never be less than two.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. The names and address of the persons who are to

serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Gerald Wilcox	2331 N State Rd 7, Suite 207 Lauderhill, FL 33313	D, VP, T
Anthony Wright	P.O. Box 9625 Ft. Lauderdale, FL 33311	D, P, S

ARTICLE IX : SHARES AND CONSIDERATION

The names and post office address of each subscribed to these articles of incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration</u>
Gerald Wilcox	2331 N St Rd 7, #207 Lauderhill, FL 33313	510	Voting Interest
Anthony Wright	P.O. Box 9625 Ft Lauderdale, FL 33310	490	Voting Interest

ARTICLE X : BY-LAWS

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XII : AMENDMENTS

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 stockholders, and approved at a stockholders' meeting by majority of the stock

entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.


GERALD WILCOX


ANTHONY WRIGHT

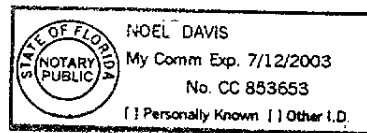
State of Florida
County of Broward

SWORN TO AND SUBSCRIBED before me this 4
day of APRIL, 2002.

DRIVER'S LIC. NO. W623-004-57-305-0

Noel Davis
NOTARY PUBLIC

My commission expires: 7/12/2003



W422-299-58-063-0

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATES, NAMING AGENT UPON WHO
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That ADPRO SPORTS, 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 Lauderhill, County of
Broward, State of Florida
has named Gerald Wilcox
located at 2331 N St Rd 7, Suite 207, Lauderhill, FL 33313
(Street address and number of building, Post Office
Box address not acceptable)
City of Lauderhill, County of Broward
State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the
above stated corporation, at place designated in this
certificate, I hereby accept to act in this capacity, and agree
to comply with the provision of said Act relative to keeping open
said office.

BY: 

Gerald Wilcox
(Resident Agent)

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2002 APR 12 PM 2:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA