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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

college throw back u.s.a., incorporated

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION**OF****College Throw Back U.S.A., Incorporated****ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is College Throw Back U.S.A., Incorporated, and its principal place of business shall be located at 6757 Rose Drive, Miramar, FL 33023.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one-thousand (1000) shares of common stock at one-dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6757 Rose Drive, Miramar, Florida 33023, and the name of the initial registered agent of this corporation at that address is Melvin Bratton.

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ARTICLE VII - DIRECTORS

Initially, this corporation shall have five (1) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Melvin Bratton	6757 Rose Drive Miramar, FL 33023

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Melvin Bratton President/Treasure	6757 Rose Drive Miramar, FL 33023
Tolbert Bain Vice President/Secretary	13376 NW 8 th Drive Miramar, FL 33028

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name & Address
Melvin Bratton
6757 Rose Drive
Miramar, FL 33023

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided S607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: April 23, 2002

By Melvin T. Bratton
Melvin Bratton
Incorporator

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**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that College Throw Back U.S. A., Incorporated, desiring to organize or qualify under the laws of the State of Florida, has named Melvin Bratton, located at 6757 Rose Drive, Miramar, FL 33023, as its agent to accept service of process within Florida.

Dated: April 23, 2002

By Melvin T. Bratton
Melvin Bratton
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: April 23, 2002

By Melvin T. Bratton
Melvin Bratton
Registered Agent

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