

Chapter Number 9

2002 MAY 28 AM 11: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Requestor's Name

200 S.E. 6th St. #401

Address

Ft. Lauderdale, Fl. 33301

City

Slate

218

Phone

VALIDATION ONLY

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-05/28/02--01021--014
*****78.75 *****78.75

CORPORATION(S) NAME

MP'S Sport USA, Inc.

RECEIVED
02 MAY 28 AM 9:30
DEPARTMENT OF JUSTICE
DIVISION OF CONSUMER PROTECTION
WASHINGTON, D. C. 20531



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call When Ready	<input checked="" type="checkbox"/> Pick Up	<input type="checkbox"/> Mail Out
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

**ARTICLES OF INCORPORATION
OF
MP' S SPORT USA, INC.**

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I

Name

The name of the corporation is: MP'S SPORT USA, INC.

ARTICLE II

Principal Office and Mailing Address

The street address of the initial principal office and mailing address of this corporation shall be: 2115 Spring Harbor Drive, Suite D, Delray Beach, Florida 33445.

ARTICLE III

Nature of Business

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

ARTICLE IV

Duration and Beginning of Corporate Existence

The corporation shall exist perpetually. The date when the corporate existence of the this corporation shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE V

Capital Stock

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is:

100 shares of common stock having a par value of \$1.00 per share.

Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall have preemptive rights to subscribe to the corporation's securities.

ARTICLE VI

Initial Registered Agent and Registered Office

The initial registered agent of this corporation is: Mordechai Peled. The street address of the initial registered office of this corporation is: 2115 Spring Harbor Drive, Suite D, Delray Beach, Florida 33445.

ARTICLE VII

Initial Board of Directors

The corporation shall have Two (2) Director. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the By-laws of the corporation.

The name and street address of the initial directors are:

Mordechai Peled, P and T.
2115 Spring Harbor Drive
Suite D
Delray Beach, Florida 3445

Yodefet Chefetz Shpigler, V and S.
2115 Spring Harbor Drive
Suite D
Delray Beach, Florida 3445

ARTICLE VIII

Incorporator

The name and address of the incorporator of this corporation are: Mordechai Peled, 2115 Spring Harbor Drive, Suite D, Delray Beach, Florida 33445.

ARTICLE IX

By-laws

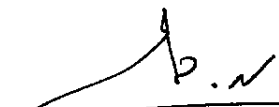
The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors.

ARTICLE X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this May 22, 2002.

By: 

Mordechai Peled
Incorporator

CERTIFICATE OF REGISTERED AGENT OF

MP'S SPORT USA, INC..

Pursuant to Sections 48.091, 607.0501, and 607.0505 of the Statutes of the State of Florida, the following is submitted, in compliance therewith:

MP'S SPORT USA, INC. with its principal address: 2115 Spring Harbor Drive, Suite D, Delray Beach, Florida 33445, desiring to organize under the Laws of the State of Florida hereby designates: Mr. Mordechai Peled as its Registered Agent to accept service of process within the State of Florida. The address of the Registered agent shall be: 2115 Spring Harbor Drive, Suite D, Delray Beach, Florida 33445

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and 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 and accept the obligations of my position as registered agent.

Dated this May 22, 2002.

By: _____

Mordechai Peled
Registered Agent

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