

**Electronic Articles of Incorporation
For**

P03000118881
FILED
October 22, 2003
Sec. Of State

PANDA SPORT USA OF FLORIDA INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PANDA SPORT USA OF FLORIDA INC

Article II

The principal place of business address:

3211 CURRY FORD ROAD
ORLANDO, FL. 32806

The mailing address of the corporation is:

3211 CURRY FORD ROAD
ORLANDO, FL. 32806

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

CLIVE DESOUSA
2313 OREGON ST
ORLANDO, FL. 32803

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: CLIVE DESOUSA

Article VI

The name and address of the incorporator is:

ROBERTO GNUDI
79 FALCON CREST LARK ST
ALLEN MANOR 2091
JOHANNESBURG, SA

Incorporator Signature: ROBERTO GNUDI

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ROBERTO GNUDI
79 FALCON CREST LARK ST
JOHANNESBURG, SA. 2091

Title: V
CLIVE DESOUSA
2313 OREGON ST
ORLANDO, FL. 32803

Article VIII

The effective date for this corporation shall be:

10/22/2003