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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

January 26, 2004

DAVID L. LEVY, ESQ. P.O.BOX 5167 LARGO, FL 33779-5167

SUBJECT: GLADIATOR PAINTBALL, INC.

Ref. Number: W0400003277

We have received your document for GLADIATOR PAINTBALL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6925.

Letter Number: 204A00004573

Cynthia Blalock Document Specialist New Filings Section

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

David L. Levy

Attorney and Counselor at Law

Largo Office 10225 Ulmerton Road Building 9-C Post Office Box 5167 Largo, Florida 33779-5167 Telephone (727) 581-8787 Telecopier (727) 581-0076

e-mail: LevyLawOffice@aol.com

> Please Reply to: Largo Office

Crystal River
Ocala & Gainesville
16751 South East 23rd Street
Post Office Box 315
Morriston, FL 32668-0315
Telephone (352) 528-0660
Telecopier (352) 528-0666

February 9, 2004

Secretary of State Corporations Division The Capitol Tallahassee, Florida 32301

Re:

Gladiator Paintball, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation signed by my client on February 9, 2004, and a copy of correspondence received from your office. Please file the Articles and forward to me correspondence indicating the same. Thank you for your assistance.

Sincerely

DLL:1fh Enclosures ARTICLES OF INCORPORATION

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SECNETALO DE STATE TALLAHASSEE, FLORIDA

GLADIATOR PAINTBALL, INC.

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 shall be GLADIATOR PAINTBALL, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any and all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be: 6426-126th Avenue North, Largo, Florida 33773 and the name of the initial registered agent of the corporation at that address is: RENDER G. BRITTON.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VII - DIRECTORS

This corporation shall have one (1) Director initially. The affairs of the corporation will be managed by the Director so designated as provided by the By-Laws of this corporation.

RENDER G. BRITTON

6426 - 126th Avenue North Largo, FL 33773

ARTICLE VIII - SUBSCRIBERS

The name and street address of the sole subscriber to these Articles of Incorporation is: RENDER G. BRITTON, 6426 - 126th Avenue North, Largo, Florida 33773.

ARTICLE IX - DATE OF INCORPORATION

The date of incorporation for the corporation listed above shall be the date of subscription of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this

ghe day of Jahren, 2

WITNESSES:

RÉNDER G. BRITTON

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this ______ day of January

2004, by: RENDER G. BRITTON.

Lisc F. Humbert
MY COMMISSION # DD246623 EXPIRES
August 29, 2007
BONDED THRU TROY FAIN INSURANCE INC

My Commission Expires:

FILED

04 FEB 13 PM 1: 04

SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That GLADIATOR PAINTBALL, INC., desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at: 6426 - 126th Avenue North, Largo, Florida 33773, has named RENDER G. BRITTON of 6426 - 126th Avenue North, Largo, Florida 33773 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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

RENDER G. BRITTON