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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

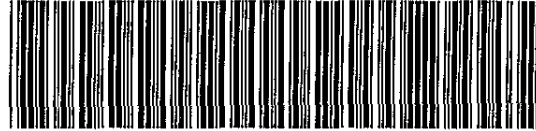
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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04 FEB -5 PM 3:49  
SECRETARY OF STATE  
SACRAMENTO, CALIF.

62-13

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: AMERICA'S CHAMPIONS, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: GARY FLEWELLING  
Name (Printed or typed)

9370 LAKE CHASE ISLAND WAY  
Address

TAMPA FLORIDA 33626  
City, State & Zip

(813) 926-3311  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I NAME**

The name of the corporation shall be:

AMERICA'S CHAMPIONS, INC.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/ mailing address is:

9370 LAKE CHASE ISLAND WAY  
TAMPA, FLORIDA 33626

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: TO SELL SPORTS-RELATED PRODUCTS SUCH AS TEAM PHOTOS AND APPAREL

**ARTICLE IV SHARES**

The number of shares of stock is:

100

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

List name(s), address(es) and specific title(s):

GARY E. FLEWELLING  
9370 LAKE CHASE Island Way  
TAMPA, Fl. 33626  
\* CEO

ALAN APPLEBAUM  
262 Country Club Lane  
CANTON, MICHIGAN 48188  
\* PRESIDENT

**ARTICLE VI REGISTERED AGENT**

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

GARY FLEWELLING  
9370 LAKE CHASE Island Way  
TAMPA, FLORIDA 33626

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

GARY FLEWELLING  
9370 LAKE CHASE Island Way  
TAMPA, Florida 33626

\*\*\*\*\*

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

GARY E. Flewelling  
Signature/Registered Agent

Feb. 3, 2004  
Date

GARY E. Flewelling  
Signature/Incorporator

Feb. 3, 2004  
Date