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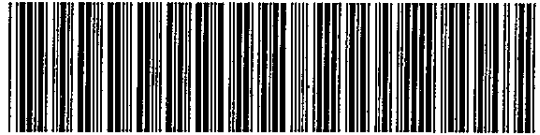
(Business Entity Name)

(Document Number)

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

n04-32221

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## TRANSMITTAL LETTER

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

SUBJECT: Gulf Coast Performance e-Commerce, 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      ☐ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

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

FROM: Matthew J. Roadcap and Miguel A. Del Valle  
Name (Printed or typed)

6320 Arc Way

Address

Fort Myers, Florida 33912

City, State & Zip

(239) 274-6840

Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 25, 2004

MATTHEW J. ROADCAP AND MIGUEL A. DEL VALLE  
6320 ARC WAY  
FORT MYERS, FL 33912

SUBJECT: GULF COAST PERFORMANCE E-COMMERCE, INC.  
Ref. Number: W04000032221

We have received your document for GULF COAST PERFORMANCE E-COMMERCE, 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):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 304A00051906

*Beth,  
Please see attached articles. Everything appears  
to be in order however I did not get the attached  
paper work. Please call if any problems*

*Matthew*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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***ARTICLES OF INCORPORATION***  
***of***  
***GULF COAST PERFORMANCE E-COMMERCE, INC.***

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I**  
**CORPORATE NAME**

The name of this corporation is Gulf Coast Performance e-Commerce, Inc.

**ARTICLE II**  
**SHARES**

The total number of shares which the corporation shall have authority to issue is 100 shares with a par value of \$1.00 per share.

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Matthew J. Roadcap  
6320 Arc Way  
Lee County  
Fort Myers, FL 33912

**ARTICLE IV**  
**PURPOSE**

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

## **ARTICLE V DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:

Matthew J. Roadcap  
6320 Arc Way  
Fort Myers, FL 33912

Miguel A. Del Valle  
6320 Arc Way  
Fort Myers, FL 33912

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

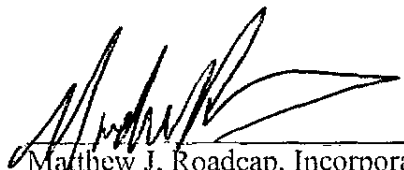
## **ARTICLE VI LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

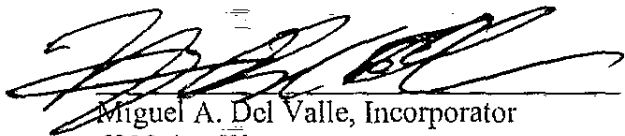
Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

## **Certification**

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Matthew J. Roadcap, Incorporator  
6320 Arc Way  
Fort Myers, FL 33912



Miguel A. Del Valle, Incorporator  
6320 Arc Way  
Fort Myers, FL 33912  
\_\_\_\_\_, Incorporator  
\_\_\_\_\_  
\_\_\_\_\_

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is:

Gulf Coast Performance E-Commerce, Inc.

2. The name and address of the registered agent and office is:

Matthew J. Kradnar

(Name)

6370 Ake Way

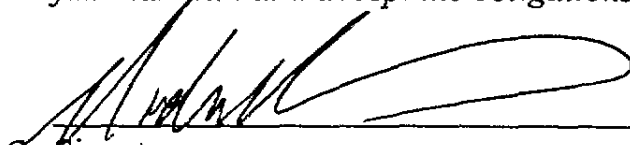
(P.O. Box NOT acceptable)

Fort Myers FL 33912

(City/State/Zip)

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SECRETARY OF FLORIDA  
TALLAHASSEE  
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*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 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 with and accept the obligations of my position as registered agent.*

  
Signature

8-31-04  
Date