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Division of Corporations
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

big cool sports, inc.

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Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

⑦

ARTICLES OF INCORPORATION
OF
BIG COOL SPORTS, INC.

SECRETARY OF STATE
ALLAHAMMAD FLORIDA

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The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of the corporation is BIG COOL SPORTS, INC.
2. **Duration.** The period of duration is perpetual.
3. **Purpose.** The purpose is to sell men's, ladies and children apparel and men's shoes and to engage in any legal activities authorized under the laws of the United States and the state of Florida.
4. **Capital Stock.** The corporation is authorized to issue one hundred thousand shares of common stock at \$.01 par value.
5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

Stanley E. Johnson, Jr. Esq.
9999 N E 2nd Avenue, Suite 218
Miami Shores, Florida 33138
6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

Craig T. Milbry
8366 Pines Blvd
Pembroke Pines, FL 33024

Document Prepared by:
STANLEY E. JOHNSON, JR., ESQ.
9999 N E 2nd Avenue
Suite 218
Miami Shores, Florida 33138
Tel. (305) 762-5901
Florida Bar No. 472395

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7. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation are:

Craig T. Milbry
18611 S W 44 Street
Miramar, Florida 33029

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Craig T. Milbry
18611 S W 44 Street
Miramar, Florida 33029

9. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

10. **Indemnification.** This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.


11. **Debts of the Corporation.** The private property of the shareholders shall not be subject to payment of the corporate debts in any event.

12. **Conflict of Interest.** This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (2005), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of

Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these

Articles of Incorporation this 27 day of June, 2005.


Craig T. Milbry, Incorporator


Stanley E. Johnson, Jr., Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

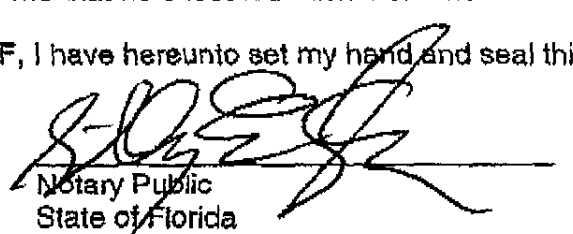
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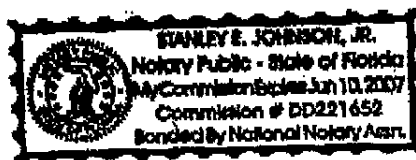
STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority personally appeared Craig T. Milbry to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or ☒ is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27 day of June, 2005.


Notary Public
State of Florida

My Commission Expires:



STATE OF FLORIDA }
 }
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority personally appeared Stanley E. Johnson, Jr., to me known to be the person who executed the foregoing Articles of Incorporation, and who has produced _____ as identification or ☒ is personally known by me and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27 day of June, 2005.


NOTARY PUBLIC STATE OF FLORIDA


My Commission Expires:



LINDA A. DICKINSON
MY COMMISSION # DD 292150
EXPIRES: February 18, 2008
Bonded Thru Budget Notary Services


STATE OF FLORIDA }
 }
COUNTY OF MIAMI-DADE)

The undersigned being the duly elected and acting Director/President for BIG COOL SPORTS, INC. does on behalf of BIG COOL SPORTS, INC. certify that he is familiar with and accepts the duties and responsibilities of Director/President for BIG COOL SPORTS, INC.

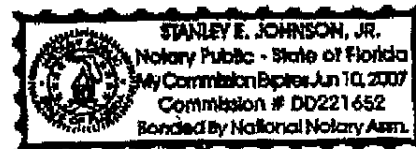
By: 
NAME: Craig T. Milbry
TITLE: Director/President

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 27 day of
June, 2005 by Craig T. Milbry who has produced _____ as
identification for BIG COOL SPORTS, INC. or ✓ is personally known.

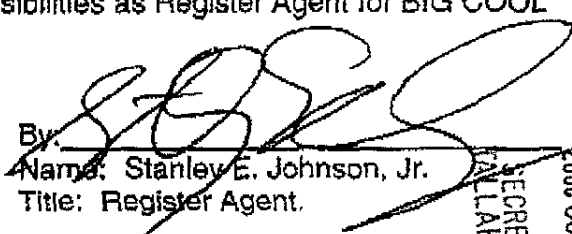

Name:
Notary Public

My Commission Expires:



STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

The undersigned being the duly elected and acting Register Agent for BIG COOL
SPORTS, INC. does on behalf of BIG COOL SPORTS, INC. certify that he is familiar
with and accepts the duties and responsibilities as Register Agent for BIG COOL
SPORTS, INC.


By: _____
Name: Stanley E. Johnson, Jr.
Title: Register Agent.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

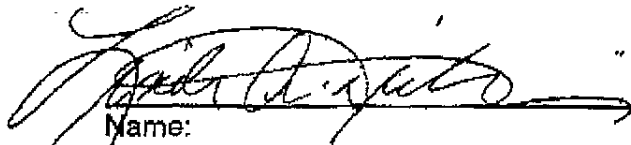
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Articles of Incorporation
Page 6

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 27th day
of June, 2005 by Stanley E. Johnson, Jr., who has produced
_____ as identification for BIG COOL SPORTS, INC. or
is personally known by me.


Name:
Notary Public.

My Commission Expires:



LINDA A. DICKINSON
MY COMMISSION # DO 282150
EXPIRES: February 16, 2008
Bonded Thru Budget Notary Services

H05000157345