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## TRANSMITTAL LETTER

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

SUBJECT: Golden Glove Sports, 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: Bertrand Holloway  
Name (Printed or typed)

4309 Devonshire Lane  
Address

Orlando, Florida 32812  
City, State & Zip

321-279-7112  
Daytime Telephone number

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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NOTE: Please provide the original and one copy of the articles.

ORIGINAL

Articles of Incorporation  
Of  
Golden Glove Sports, Incorporated

1. Name.

The name of the Corporation is Golden Glove Sports, Incorporated.

2. Principal Office and Registered Agent.

Its registered office in the State of Florida is 4309 Devonshire Lane, in the City of Orlando, County of Orange. The name of its registered agent at such address is Bertrand C. Holloway.

3. Purposes.

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

4. Capital Stock.

The total number of shares of capital stock that the Corporation shall have authority to issue is 1,000, all of which are to be common stock with par value of one dollar (\$1.00) per share.

5. Initial Officers and/or Directors.

The following persons are to be directors of the corporation, to serve until the first annual meeting of stockholders or until their successors are elected and qualified: Bertrand C. Holloway, President, Treasurer & Assistant Secretary; Bertram C. Holloway, Vice President & Assistant Treasurer; Fannie J. Holloway, Secretary; and Zack Stephenson, Assistant Vice President. Addresses for these individuals are attached.

6. Incorporator.

The name and mailing address of the incorporator is: Bertrand C. Holloway, Post Office Box 195876, Winter Springs, Florida 32719.

7. Existence.

The Corporation is to have perpetual existence.

8. Liability of Stockholders.

The private property of the stockholders shall not be subject to the payment of corporate debts.

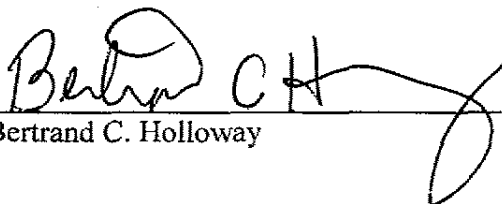
9. Management.

Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

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SECRETARY  
DIVISION  
05 APR 19 14 7:00

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.
- (c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.
- (d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.
- (e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.
- (f) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.
- (g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefor may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.
- (h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.
- (i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 9 day of August, 2005.

  
Bertrand C. Holloway

State of \_\_\_\_\_ )  
County of \_\_\_\_\_ ) ss

BE IT REMEMBERED that on this \_\_\_\_\_ personally came before me, a Notary Public for the State of \_\_\_\_\_, Bertrand C. Holloway, to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

\_\_\_\_\_  
Notary Public

My commission expires:

\_\_\_\_\_

## Golden Glove Sports, Incorporated

Revised: August 9, 2005 (1:08PM)

### 2005-2006 Board of Directors

Name	Position	Address	E-Mail Address	Phone Numbers
Bertrand Holloway	President; Treasurer & Assistant Secretary	Post Office Box 195876 Winter Springs, FL 32719	<a href="mailto:bert@goldenglovesports.com">bert@goldenglovesports.com</a>	H: 407-252-3450 C: 321-279-7112
Bertram Holloway	Vice President; Assistant Treasurer	4570 Shrimpers Row Houma, LA 70363	<a href="mailto:bertram@goldenglovesports.com">bertram@goldenglovesports.com</a>	H: 985-879-1076 C: 985-381-9960
Fannie Holloway	Secretary	Post Office Box 2661 Houma, LA 70361	<a href="mailto:fannie@goldenglovesports.com">fannie@goldenglovesports.com</a>	H: 985-537-6853 C: 985-257-0074
Zack Stephenson	Assistant VP	1929 NW 7 <sup>th</sup> Lane Gainesville, FL 32603	<a href="mailto:zack@goldenglovesports.com">zack@goldenglovesports.com</a>	C: 352-284-7490

#### **General Information**

Mailing Address: Golden Glove Sports, PO Box 195876, Winter Springs, FL 32719

Physical Address: 4309 Devonshire Lane, Orlando, FL 32812

Phone: 321-279-7112

Website: [www.goldenglovesports.com](http://www.goldenglovesports.com)

Employer Identification Number: 54-2178778

GOLDEN GLOVE SPORTS,  
INCORPORATED

**Mailing Address:**

Bertrand Holloway  
Post Office Box 195876  
Winter Springs, Florida 32719

**Physical Address:**

Bertrand Holloway  
4309 Devonshire Lane  
Orlando, Florida 32812

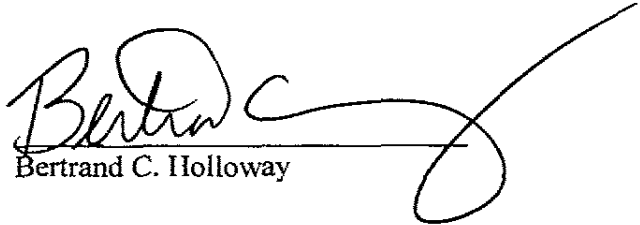
### **ACTION BY INCORPORATOR**

The undersigned, Bertrand C. Holloway, being the sole incorporator of Golden Glove Sports, Incorporated (the "Corporation"), in accordance with governing law, does hereby take the following action:

The undersigned hereby elects the following persons to be directors of the corporation, to serve until the first annual meeting of stockholders or until their successors are elected and qualified: Bertrand C. Holloway, Bertram C. Holloway, and Fannie J. Holloway.

The undersigned hereby waives all right, title and interest in and to any stock or property of the Corporation and any right in the management thereof arising out of or connected with performing duties as incorporator.

Dated: August 8, 2005

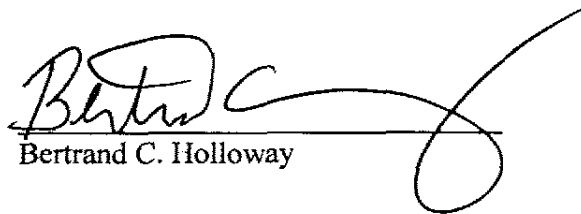
  
Bertrand C. Holloway



## CERTIFICATE

I, Bertrand C. Holloway, do hereby certify that I am the duly elected and qualified Assistant Secretary and keeper of the records and corporate seal of Golden Glove Sports, Incorporated, A Florida Corporation, and that the following is a true and correct copy of resolutions duly adopted by telephone conference meeting of the Board of Directors of said organization pursuant to the requirements of the Certificate of Incorporation and Bylaws of said corporation on August 8, 2005, and that such resolutions are now in full force: The resolutions set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, I have hereunto subscribed my name as Assistant Secretary and have caused the corporate seal of said corporation to be affixed hereto this August 8, 2005.

  
Bertrand C. Holloway

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