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FLORIDA PROFIT/NON PROFIT CORPORATION

ProandCollegeSportsGear, Inc.

Certificate of Status	1
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SECRETARY OF
TALLAHASSEE, FLORIDA

**Articles of Incorporation
Of
ProandCollegeSportsGear, Inc.**

ARTICLE I
Name and Duration

The name of the Corporation is ProandCollegeSportsGear, Inc. The duration of the Corporation is perpetual. The Corporation shall begin its corporate existence as of the date that these Articles are filed by the Secretary of State.

ARTICLE II
Principal Office

The address of the principal office and mailing address of the Corporation is 8036 Corky Court, Jacksonville, Florida 32244.

ARTICLE III
Registered Office and Agent

The street address of the registered office in the State of Florida is 8036 Corky Court, Jacksonville, Florida 32244. The name of the registered agent at such address is Joseph P. Vickers.

ARTICLE IV
Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act for which corporations may be organized under the Florida Business Corporation Act.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V
Capital Stock

The total number of shares of capital stock, which the Corporation has the authority to issue, is one thousand (1,000) shares of Common Stock ("Common Stock") having no par value per share.

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ARTICLE VI
Incorporator

The name and mailing address of the incorporator of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Gregory M. Dawson	6 East Bay Street Suite 500 Jacksonville, FL 32202

ARTICLE VII
Board of Directors

1. The number of members of the Board of Directors may be increased or decreased from time to time by the Bylaws; provided, however, there shall never be fewer than one. Each director shall serve until the next annual meeting of shareholders.
2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of the shareholders.
3. The name and mailing address of the person(s) who shall serve as the initial director(s) of the Corporation until the first annual meeting of the shareholders is as follows:

<u>Name</u>	<u>Address</u>
Acle L. Vickers	11433 Seneca Forest Circle Germantown, Maryland 20876

ARTICLE VIII
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

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ARTICLE IX**Bylaws**

The power to adopt, amend or repeal bylaws for the management of the Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X**Indemnification**

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

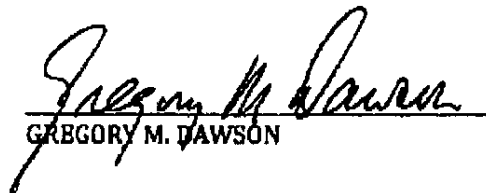
ARTICLE XI**Transfer of Shares**

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

Dated: April 14, 2009.

INCORPORATOR:


GREGORY M. DAWSON

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REGISTERED AGENT CERTIFICATE

Pursuant to the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That ProandCollegeSportsGear, Inc., desiring to organize under the laws of the State of Florida, with its registered office at 8036 Corky Court, Jacksonville, Florida 32244, has named Joseph P. Vickers, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above stated Corporation, at the place designated in this Certificate, I hereby accept such appointment as registered agent and agree to act in such capacity, and further state that I am familiar with and accept the obligations of such position.

Dated: April 14, 2009.

REGISTERED AGENT:

Joseph P. Vickers
JOSEPH P. VICKERS

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