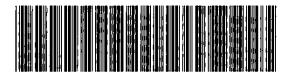
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COVER LETTER

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

SUBJECT: WE	3 GEAR, INC.			
	(PROPOSED CORPORA	TE NAME – <u>MUST INCL</u>	UDE SUFFIX)	
Enclosed are an orig	inal and one (1) copy of the artic	cles 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 REQU		PY REQUIRED	
FROM:	CHARLES W. GERDES	(Printed or typed)		
	POST OFFICE BOX 57			
	Address			
	ST. PETERSBURG, FL 3	3731-0057		
	City, State & Zip			
	(727) 823-5000			
	Daytime Telephone number			
	cgerdes@krv-lawfirm.c			
***************************************	E-mail address: (to be used	for future annual report i	notification)	

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

ARTICLES OF INCORPORATION

OF

WE3 GEAR, INC., a Florida corporation

In compliance with Section 607, Florida Statutes, the Articles of Incorporation of the above Corporation are as follows:

ARTICLE I - NAME

The name of the Corporation is WE3 GEAR, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be 4801 Dartmouth Avenue North, St. Petersburg, Florida 33713.

ARTICLE IV – PURPOSE

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V – AUTHORIZED SHARES

The aggregate number of shares that the corporation is authorized to issue is 600 shares of capital stock with a par value of \$1.00 per share. The shares of the corporation are not to be divided into classes. The holders of the issued capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of capital stock of the corporation.

ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of not less than one (1) nor more than three (3) members as set forth in the corporation's Bylaws. The manner of election of directors shall be governed by the corporation's Bylaws.



ARTICLE VII - INITIAL DIRECTORS AND/OR OFFICERS

The corporation shall have three (3) initial Directors as follows:

NAME	ADDRES	TITLE
TRAVIS AIPEL	4801 Dartmouth Avenue No. St. Petersburg, FL 33713	Director
JAKE WILDER	2700 60 th Avenue North St. Petersburg, FL 33714	Director
NICK SHAW	4365 Indianapolis Street St. Petersburg, FL 33703	Director

ARTICLE VIIII- REGISTERED AGENT

The name and Florida street address of the registered agent is CHARLES W. GERDES, ESQ., 770 2nd Avenue South, St. Petersburg, FL 33701.

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 his capacity.

CHAKLES W. CERDES, "Registered Agent"

ATED: 6//2

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is CHARLES W. GERDES, 770 Second Avenue South, St. Petersburg, FL 33701.

ARTICLE IX - EFFECTIVE DATE

The effective date of these Article of Incorporation is the date filed with the State of Florida, Department of State, Division of Corporations.

10th day of June, 2010. STATE OF FLORIDA **COUNTY OF PINELLAS** The foregoing instrument was sworn to and subscribed before me this $\frac{\int 3}{\int 3}$ June 2010, by CHARLES W. GERDES. who is personally known to me; or who produced ______, as identification, and who did/did not take an oath. My commission expires: SONYA V. BENJAMIN Notary Public - State of Florida My Comm, Expires Jul 2, 2013 Commission # DD 890352 Bonded Through National Notary Asan.

WHEREFORE, the undersigned incorporator has executed these Articles of Incorporation on the

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SECRETARY STATE
ALL AHASSAF FLORIDA