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R. Scott Cross
Board Certified Specialist

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February 12, 2014

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

via Federal Express

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for Schockemoehle Sports North America, Inc., together with our \$70 check to cover the filing fee and registered agent designation.

Thank you for your attention to the enclosed. Please contact the undersigned if you have any questions.

Very truly yours,



R. Scott Cross
For the Firm

RSC/cap

Enclosures

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**ARTICLES OF INCORPORATION
OF
SCHOCKEMOEHLE SPORTS NORTH AMERICA, INC.**

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DIVISION OF CORPORATIONS

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The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation is SCHOCKEMOEHLE SPORTS NORTH AMERICA, INC.

**ARTICLE II
Business**

The corporation may engage in any activity or business permitted under the laws of the United States and Florida, including in particular wholesale distribution and retail sale of sports equipment and apparel in North America.

**ARTICLE III
Stock**

The total number of shares of stock which the corporation will have authority to issue is one thousand (1,000) shares of One Dollar (\$1.00) per share par value common stock. All of said stock will be payable in cash or real or personal property or such consideration as may be fixed by the shareholders.

**ARTICLE IV
Registered Office and Agent**

The initial address of the principal and registered office of the corporation is 16265 NW 120th Street, Morriston, Florida 32668.

The name of the corporation's registered agent at said address is Georgette C. Hanover-Vergara.

ARTICLE V
Management of Corporation by Shareholders

All corporate powers will be exercised by or under the authority of, and the business of the corporation will be managed by, the shareholder(s) rather than a Board of Directors, including the power to adopt, alter, amend, or repeal By-Laws.

ARTICLE VI
Effective Date

The corporation will commence existence on the date these Articles of Incorporation are filed.

ARTICLE VII
Incorporator

Following is the name and street address of the person signing these Articles as incorporator:
Georgette C. Hanover-Vergara, 16265 NW 120th Street, Morriston, Florida 32668.

ARTICLE VIII
Amendment

This corporation may amend its certificate of incorporation in any respect, provided that only such provisions shall be inserted by amendment as would be lawful and proper in an original certificate of incorporation made at the time of making such amendment. Every amendment shall be proposed by a shareholder and approved at a shareholders' meeting by not less than a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this 11 day

of February, 2014.

Georgette C. Hanover-Vergara
Georgette C. Hanover-Vergara

STATE OF FLORIDA
COUNTY OF MARION

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Georgette C. Hanover-Vergara, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, and an oath was not taken. (check one: ☒ said person is personally known to me or ___ said person provided the following type of identification: N/A)

Witness my hand and official seal in the County and State last aforesaid on this 11th day of February, 2014.

R. Scott Cross
Notary Public
My Commission Expires:
Seal:



ACCEPTANCE BY REGISTERED AGENT

I HEREBY ACCEPT my designation as Registered Agent for SCHOCKEMOEHLER SPORTS NORTH AMERICA, INC. as set forth in Article IV of the foregoing Articles of Incorporation, affirming that I am familiar with and accept the obligations of that position.

Dated this 11 day of February, 2014.

Georgette C. Hanover-Vergara
Georgette C. Hanover-Vergara

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