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(Requestor's Name)

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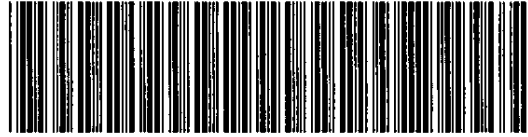
(Business Entity Name)

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16 FEB 29 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1116-7994

MD 3/4

**THE LAW OFFICE OF ROBERT P. HENDERSON**  
**1619 Jackson Street • P.O. Box 1906**  
**Fort Myers, Florida 33902**  
**Telephone: (239) 332-3366 • Facsimile: (239) 332-7082**  
**EMAIL: [r.page@roberthendersonlaw.com](mailto:r.page@roberthendersonlaw.com)**  
**EMAIL: [jeannette@roberthendersonlaw.com](mailto:jeannette@roberthendersonlaw.com)**

January 21, 2016

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Articles of Incorporation of  
ACE PERFORMER, INC

To Whom It May Concern:

Enclosed please find original and copy of Articles of Organization of Ace Performer, Inc. for filing, along with our check in the amount of \$70.00 to cover filing fees and Registered Agent designation fee. Thanking you in advance for your assistance.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Robert P. Henderson", with a long horizontal flourish extending to the right.

Robert P. Henderson

RPH/jpf  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 3, 2016

THE LAW OFFICE OF ROBERT P. HENDERSON  
P.O. BOX 1906  
FORT MYERS, FL 33902

SUBJECT: ACE PERFORMER, INC.  
Ref. Number: W16000007994

We have received your document for ACE PERFORMER, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey  
Regulatory Specialist II  
New Filing Section

Letter Number: 116A00002383

**THE LAW OFFICE OF ROBERT P. HENDERSON**  
**1619 Jackson Street • P.O. Box 1906**  
**Fort Myers, Florida 33902**  
**Telephone: (239) 332-3366 • Facsimile: (239) 332-7082**  
**Email: [r.page@roberthendersonlaw.com](mailto:r.page@roberthendersonlaw.com)**  
**Email: [jeannette@roberthendersonlaw.com](mailto:jeannette@roberthendersonlaw.com)**

February 23, 2016

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

Re: Articles of Incorporation of ACE PERFORMER, INC.  
Reference Number: W16000007994  
Letter Number: 116A00002383

To Whom It May Concern:

Enclosed please find a copy of your letter to me dated February 3, 2016 and a corrected copy of the Articles of Incorporation of Ace Performer, Inc. The address for the Registered Agent as set out in the Certificate Designating Place of Business or Domicile for the Service of Process within Florida on the last page of the filing has been amended to show that the Registered Agent address will be the location of the business at 16842 McGregor Boulevard, Fort Myers, Florida 33908. The mistake in showing the home address was mine.

Please make the appropriate correction in your records. Thanking you in advance for your assistance.

Sincerely,



Robert P. Henderson

RPH/jpf  
Enclosures

# ARTICLES OF INCORPORATION

OF

ACE PERFORMER, INC.

The undersigned hereby forms a corporation organized under the laws of the State of Florida, by and under the provisions of the Statutes of said State providing for the formation, liability, rights, privileges and immunities of a corporation.

## ARTICLE I

The name of this corporation shall be Ace Performer, Inc.

## ARTICLE II

This corporation is to have perpetual existence. The existence of this corporation shall commence upon its filing of its Articles of Incorporation with the Department of State of the State of Florida.

## ARTICLE III

The purpose for which this corporation is organized is to engage in the sale and distribution of sport equipment and to do all and every lawful act and actions which corporation may be incorporated for under the laws of Florida.

## ARTICLE IV

The corporation is authorized to issue one class of common stock of one thousand (1,000) Shares having a par value of One Dollar (\$1.00) per share, fully paid and non-assessable. Such stock may be issued for cash, property, labor, services or goodwill as may be determined by the Board of Directors. The following pre-emptive rights shall apply to the benefit of all stockholders of this corporation:

- (A) In the event a stockholder owning stock in this corporation seeks to sell all or part of his or her stock, or has received an offer to purchase his stock, that stockholder shall first offer said stock for sale to the remaining stockholders.
- (B) The purchase price for said stock shall be the sale price fixed by the selling stockholder, or the actual offer purchase price negotiated, whichever is less. In the event a shareholder fixes a selling price, but receives an offer to purchase at a lesser amount, the shareholder shall then offer his stock as provided in part (a) above to the remaining stockholders at a lesser amount.

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DEPT. OF STATE  
ALBUQUERQUE, FLORIDA

- (C) The selling shareholder shall advise all of the shareholders of his intention to sell, in writing, by certified mail. The remaining shareholders shall exercise their option hereunder within thirty (30) days of receipt of such notice by giving written notice by certified mail of their intention to purchase. Failure to give said notice shall be deemed to be consent to the sale of such stock by the selling stockholder.
- (D) Those shareholders electing to purchase stock offered for sale under this part may purchase such portion of the shares offered as their stock ownership interest bears to the total stock ownership interest of all other stockholder who also elect to make such purchase under this part.

#### **ARTICLE V**

This corporation reserves the right to redeem all or such portion of its issued and outstanding stock as the Board of Directors may from time to time determine. The method of call, the manner of determining which stock shall be redeemed and the purchase price at redemption, which price shall not be less than the book value of said stock as reflected on the corporate financial books and records, shall be specified in the By-Laws.

#### **ARTICLE VI**

The initial principal office of the corporation will be located at 16842 McGregor Boulevard, Fort Myers, Florida 33908

#### **ARTICLE VII**

The street address of the initial registered office of this corporation is 16842 McGregor Boulevard, Fort Myers, Florida 33908, and the name of the initial Registered Agent of this corporation shall be James Roy Massey.

#### **ARTICLE VIII**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, or by a majority vote of all stockholders, but shall never be less than one. Each stockholder may vote in proportion to the number of shares owned by that stockholder. The name and address of the initial directors and officers of this corporation are:

NAME	TITLE	ADDRESS
James Roy Massey	Director/President	16400 Cook Road Fort Myers, Florida 33908
Betty Massey	Director/Secretary	16400 Cook Road Fort Myers, Florida 33908

**ARTICLE IX**

The name and address of the person signing these Articles of Incorporation is:

NAME	TITLE	ADDRESS
James Roy Massey	Director/President	16400 Cook Road, Fort Myers Florida 33908

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16 FEB 29 AM 11:40  
SECRETARY OF STATE  
FORT MYERS FLORIDA

**ARTICLE X**

No person shall be required to own, hold or control stock in this corporation as a condition precedent to holding an office in this corporation.

**ARTICLE XI**


The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Board of Directors and the stockholders.

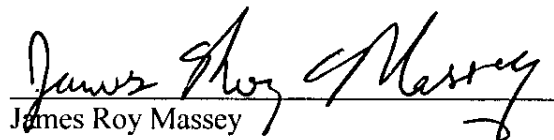
**ARTICLE XII**

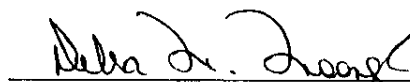
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has\have executed these Articles of Incorporation at Fort Myers, Florida this 19<sup>th</sup> day of January 2013. 2016

WITNESSETH:

  
Print Name: JOHN SOHIER

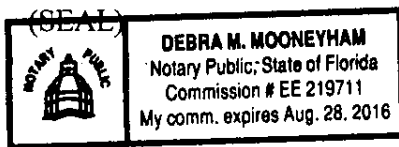
  
James Roy Massey

  
Print Name: Debra M. Mooneyhan

STATE OF FLORIDA  
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared James Roy Massey, who produced Florida Driver License, as identification/or who is personally known to me, and who acknowledged to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my official hand and seal this 19<sup>th</sup> day of January, 2015. 2016



Debra M. Mooneyham  
Notary Public  
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMED AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In compliance with Florida Statutes, the following is submitted:  
First -- that Ace Performer, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business is at 16842 McGregor Blvd., Fort Myers, Florida 33908, State of Florida, has named James Roy Massey, located at ~~16400 Cook Road~~ 16842 McGregor Blvd., Fort Myers Florida 33908, as its agent to accept service of process within Florida.

James Roy Massey  
James Roy Massey, Corporate Officer

DATED: 1-19-16, 2016

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

James Roy Massey  
James Roy Massey, Registered Agent

DATED: 1-19-16, ~~2016~~