P96000.033606

March 15, 1996

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

300001754563 -03/22/96--01075--005 *****78.75 *****78.75

Subject: U.S.A. Ropeskipping, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation and a check for \$78.75 for the Filing Fee and Certificate. Please return a photocopy to me with the filing date stamped on it. A self-addressed envelope is enclosed for your convenience.

Thank you for your attention.

Very truly yours,

Sue G. Piersiak

14526 Horseshoe Trace

In b. Prersick

Wellington, Florida 33414

(407) 795-2569

Enclosures

W96-6721



March 28, 1996

SUE G. PIERSIAK 14526 HORSESHOE TRACE WELLINGTON, FL 33414

SUBJECT: U.S.A. ROPESKIPPING, INC.

Ref. Number: W96000006721

We have received your document for U.S.A. ROPESKIPPING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return 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 (904) 487-6052.

Sandy Ng Document Specialist

Letter Number: 696A00014232

April 12, 1996

Sandy Ng, Document Specialist Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

> Re: Ref. # W96000006721 Letter Number 696A00014232

Dear Sandy:

Enclosed are the corrected Articles of Incorporation for U.S.A. Ropeskipping, Inc.that have been corrected to show the principal place of business.

Thank you for your assistance in this matter.

Very truly yours,

Sue G. Piersiak 14526 Horseshoe Trace Wellington, Florida 33414 (407) 795-2569

Enclosure

ARTICLES OF INCORPORATION

MR 13 MI 8:46

OF

MALLAMASSEE, FLORIDA

U.S.A. ROPESKIPPING, INC.

ARTICLE I - NAME

The name of this corporation is U.S.A. ROPESKIPPING, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of filing of these Articles by the Secretary of State of Florida.

ARTICLE III - PURPOSE

The general purpose for which this corporation is organized shall be for the manufacture of quality sports equipment related to ropeskipping and the instruction thereof and the corporation may conduct and transact other lawful business authorized and not prohibited by Chapter 607, Florida Statutes as the same may be from time to time amended.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is Ten Thousand (10,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this corporation in the State of Florida will be 14526 Horseshoe Trace, Wellington, Florida 33414. The Board of Directors may

from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation is Sue G. Piersiak. The Board of Directors may from time to time designate a new registered agent.

PRINCIPAL PLACE OF BUSINESS

The principal address of the corporation will be 14526 Horseshoe Trace, Wellington, Florida 33414.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall have two (2) members whose names and addresses are as follows:

Gregory Glenn White 216 S. Lemon St. Suite D Orange, CA 92668

Sue G. Piersiak 14526 Horseshoe Trace Wellington, FL 33414

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

ARTICLE VII - INCORPORATION

The name and address of the incorporator of this corporation is:

Sue G. Piersiak 14526 Horseshoe Trace, Wellington, FL 33414

IN WITNESS WHEREOF, the undersigned incorporator has made and

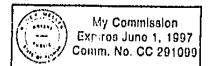
subscribed these Articles of Incorporation at West Palm Beach, Florida this 200 day of March, 1996.

Luc G. Pressid

STATE OF FLORIDA) COUNTY OF PAIM BELICE)

Before me, the undersigned authority, personally appeared Sue G. Piersiak, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and she acknowledged that she subscribed the foregoing instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the County and State last aforesaid this and official seal in the County and State



Notary Public - State of Florida

My Commission Expires:

Having been named as Registered Agent 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.

Signature: Lee D. Bersial

Date: 3/20/96

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