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TALLAHASSEE, FLORIDA

June 28, 1996

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

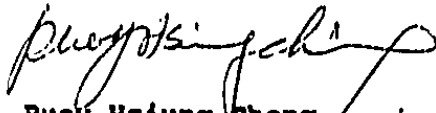
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Gentlemen:

Enclosed are two copies of the Articles of Incorporation of
Miles King Inc. along with a check in the amount of Seventy
Dollars and Zero Cents (\$70.00).

Please process this incorporation at your earliest convenience.

Sincerely,



Ruey Hsiung Cheng
2491 NW 107th Ave.
Coral Springs, FL 33065

7/10/96
TB

**ARTICLES OF INCORPORATION
OF
MILES KING INC.
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The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation is Miles King Inc..

ARTICLE II DURATION

The duration of the Corporation is perpetual.

ARTICLE III PURPOSES OF BUSINESS

The general purposes for which the Corporation is organized are:

1. To sell sporting goods.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

ARTICLE V PRINCIPAL OFFICE

The principal office of the Corporation is 4490 Northwest 72nd Avenue, Miami, Florida 33166.

ARTICLE VI REGISTERED AGENT

The name of its initial registered agent is Ruey Hsiung Cheng.
The street address of the initial registered agent of the Corporation is 2491 Northwest 107th Avenue, Coral Springs, Florida 33065.

ARTICLE VII DIRECTORS

The number of director constituting the initial Board of Directors of the Corporation is one. The name and address are:

Ruey Hsiung Cheng, President
2491 N.W. 107th Avenue
Coral Springs, FL 33065

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Ruey Hsiung Cheng
2491 N.W. 107th Avenue
Coral Springs, FL 33065

The undersigned incorporator has executed these Articles of Incorporation this 28th day of June, 1996.


Ruey Hsiung Cheng

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In pursuance of Section 607.0501, Florida Statutes, the following is submitted in compliance with said Sections:

Miles King Inc. desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has named Ruey Hsiung Cheng, located at 2491 Northwest 107th Avenue, Coral Springs, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Sections relative to keeping open said office.

Ruey Hsiung Cheng

Registered Agent - Ruey Hsiung Cheng

6/28/96

Date

FILED
JUL 1 1996
CLERK OF DISTRICT COURT
NORTH DAKOTA
JUL 1 1996