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CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-0070
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-0062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Powerlyte, Inc.

DISBURSED

RECEIVED
JUL 15 11:14:23
FEDERAL DEPT. OF PROF. INDIAN

Capital Express™
 Art. of Inc. Fila
 Corp. Record Search
 Ltd. Partnership Fila
 Foreign Corp. Fila
 () Cert. Copy(s)

*******122-50-*****122-50**

Art. of Amend. Fila
 Dissolution/Withdrawal
 C U S.
 Fictitious Name Fila

Name Reservation
 Annual Report/Reinstatement
 Reg. Agent Service
 Document Filing

Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval

UCC 1 or 3 Fila
 UCC 11 Search
 UCC 11 Retrieval
 Fila No.'s, _____ Copies

Courier Service
 Shipping/Handling
 Phone ()
 Top Priority
 Express Mail Prop.
 FAX () pgs.

SUBTOTALS _____

M. CHESSER JUL 16 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/15/96		
TIME	4:00		CK No. _____
BY	DD		

WALK-IN
Will Pick Up _____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
Powerlyte, Inc.**

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Powerlyte, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The mailing address of this corporation is 870 Channelside Drive, Tampa, Florida 33602.

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100).

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are C.F. Fernandez, 870 Channelside Drive, Tampa, Florida 33602.

**ARTICLE V
INCORPORATORS**

The name and street address of the incorporator to these articles of incorporation is Paul Fernandez, 6007 N. Highland Avenue, Tampa, Florida 33604.

**ARTICLE VI
INITIAL DIRECTOR**

The name and street address of the initial director is Paul Fernandez, 6007 N. Highland Avenue, Tampa, Florida 33604.

**ARTICLE VII
PURPOSE OF THE CORPORATION**

The purpose of the corporation is to manufacture, distribute and sell recreational devices, as well as, the general powers described in Fla. Stat. 607.0302.

The undersigned has executed these articles of incorporation on July 1, 1996.

Paul Fernandez / Director
Signature/Title

PAUL H. FERNANDEZ
Print Name

FILED
96 JUL 15 AM 9:45
TALLAHASSEE, FLORIDA

Designation and Acceptance of Registered Agent

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Powerlyte, Inc.
2. The name of the registered agent is C.F. Fernandez
3. The address of the registered agent/registered office is 870 Channelside Drive, Tampa, Florida 33602.

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


By: C.F. Fernandez

Date: July 1, 1996

FILED
JUL 18 AM 9:45
TAMPA, FLORIDA