

P96000059798

Chart Number Only

7-16-96 Liz

Lloyd Rothman

Requestor's Name

100 N.E. 84 St. 2nd Fl.

Address

MIAMI, FL 33138

City

State

ZIP

Phone

757-5800

7-15-96

CORPORATION(S) NAME

The Sports Store III, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

CERTIFIED COPY

JUL 17 1996

146 34642



Empire Toll Free: 1-800-432-3028

FILED  
JUL 17 PM 1:15  
JUL 17 1996  
JUL 17 1996

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-07/17/96--01033--013  
\*\*\*122.50 \*\*\*122.50

ARTICLES OF INCORPORATION

OF

THE SPORTS STORE III, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

EFFECTIVE DATE  
7-15-76

ARTICLE I - NAME AND ADDRESS

The name of this corporation is THE SPORTS STORE III, INC. and its business address is 20505 South Dixie Highway, Store #1107, Cutler Ridge Mall, Miami, Florida 33189.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue one thousand (1,000), all of which shall be common shares with a par of One Dollar (\$1.00).

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

646 34642

**ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE**

THE SPORTS STORE III desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation at 20505 South Dixie Highway, Store #1107, Miami, Florida 33189, has named **GIORGIO ESPINOSA**, located at 20505 South Dixie Highway, Store #1107, Cutler Ridge Mall, Miami, Florida 33189 its agent to accept service of process within this state.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially who shall serve until his or her successors, if any, are elected at the shareholders' annual meeting. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by-law; but shall never be less than one. The name and addresses of the initial directors of this corporation are as follows:

GIORGIO ESPINOSA	19931 N.W. 3 Street Pembroke Pines, FL 33029
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**ARTICLE VIII - INCORPORATOR**

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

GIORGIO ESPINOSA	19931 N.W. 3 Street Pembroke Pines, FL 33029
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**ARTICLE IX - BY-LAWS**

The power to adopt, later, amend or repeal by-laws shall be vested in the shareholders of this corporation.

**ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

GIORGIO ESPINOSA	1,000
------------------	-------

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholder or to this corporation. The price and terms at which, and

the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

**ARTICLES XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

**ARTICLE XII - MEETING BY CONFERENCE TELEPHONE**

Shareholders, officers and directors of this corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

**ARTICLE XIII - INDEMNIFICATION**

The corporation shall indemnify an officer, or any former officer, to the fullest extent permitted by law.

**ARTICLE XIV - AMENDMENT**

Amendments to the Certificates of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

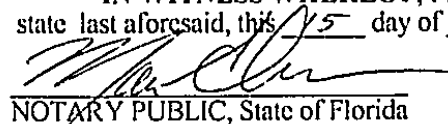
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15 day of July, 1996.

  
GIORGIO ESPINOSA, Incorporator

STATE OF FLORIDA )  
                                  ) SS:  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared Giorgio Espinosa known to me be the person or who produced \_\_\_\_\_ as identification, who, as Incorporator, executed the foregoing Articles of Incorporation of The Sports Store, Inc. and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 15 day of July, 1996.

  
NOTARY PUBLIC, State of Florida

My commission expires:



MARC S SCHILLER  
My Commission CC824368  
Expires Jan. 11, 2000

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 15 DAY OF July, 1996.

  
GIORGIO ESPINOSA, Registered Agent

FILED  
96 JUL 17 PM 1:15  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared Giorgio Espinosa known to me or who produced \_\_\_\_\_ as identification and who executed the foregoing Acceptance of Registered Agent, and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 15 day of July, 1996.

  
NOTARY PUBLIC, State of Florida

My commission expires:



MARC S SCHILLER  
My Commission CC524380  
Expires Jan. 11, 2000

P96000059798

IRVING JOSEPH GONZALEZ

ATTORNEY AT LAW

444 BICKNELL AVENUE

SUITE 920

MIAMI, FLORIDA 33131

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (If known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
97 AUG 12 AM 10:00

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Per Mr. Gonzalez  
OK to add  
# cast sufficient  
for approval.

CR2E031(1/95)

Examiner's Initials

NIC Amend  
Sp  
8/11/97

AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
THE SPORTS STORE III, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 12 AM 10:00

The undersigned does hereby execute, acknowledge and the following Amendment to the Articles of Incorporation of THE SPORTS STORE III, INC.:

1. The name of the corporation currently is THE SPORTS STORE III, INC.


2. The Articles of Incorporation are hereby amended by changing the name of the corporation from THE SPORTS STORE III, INC., to THE SPORTS STORE II, INC.

3. This Amendment was adopted by greater than a majority of the Shareholders and Directors of the Corporation on July 12, 1997, in the manner prescribed by the Florida General Corporation Act. The number of votes cast for amendment was sufficient for approval.

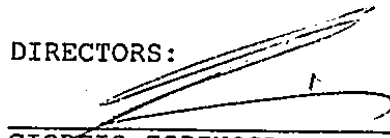
4. The effective date of this Amendment shall be upon the filing of this Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned, being a majority of the Shareholders and all of the Directors of the above-named corporation, do hereby make and file this Amendment to the Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and execute this Amendment to the Articles of Incorporation this 12 day of July, 1997.

SHAREHOLDERS:

  
GIORGIO ESPINOSA

DIRECTORS:

  
GIORGIO ESPINOSA