

P.96000100028

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

100002026181--S

12/11/96 11:05:00
*****70.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Sport Apex, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" 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

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

SN DEC 11 1996

Examiner's Initials

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is Sport Apex, Inc.

FILED

96 DEC 11 PM 1:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:
2845 Banyan Blvd. Circle
Boca Raton, Florida 33431

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The names and addresses of the initial Directors are:

Allen Shukow
2845 Banyan Blvd. Circle
Boca Raton, Florida 33431
Donna Shukow
2845 Banyan Blvd. Circle
Boca Raton, Florida 33431

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation
3732 N.W. 16th Street
Fort Lauderdale, Florida 33311

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: December 11, 1996

Filings Inc.
by Teresa Roman, Vice-President

Teresa Roman
Incorporator

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Sport Apex, Inc. , desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: December 11, 1996

Teresa Roman
Teresa Roman, Incorporator

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. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 11, 1996

Filings, Inc.
by Teresa Roman, Vice-President

Teresa Roman

FILED
96 DEC 11 PM 1:00
DATE
TALLAHASSEE, FLORIDA



THE UNITED STATES
CORPORATION
COMPANY

P96 000100028

ACCOUNT NO. : 072100000032

REFERENCE : 290387 118462A

AUTHORIZATION

Patricia Pijet

COST LIMIT : \$ 35.00

ORDER DATE : March 12, 1997

ORDER TIME : 9:38 AM

ORDER NO. : 290387-005

CUSTOMER NO: 118462A

400002111464--6

CUSTOMER: David T. Azrin, Esq
David T. Azrin, P.a.
Suite 2550
44 West Flagler Street
Miami, FL 33130

DOMESTIC AMENDMENT FILING

NAME: SPORT APEX, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

M HENDRICKS MAR 12 1997

97 MAR 12 PM 2:06
FILING
FLORIDA

97 MAR 12 11:50

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SPORT APEX, INC

FILED
97 MAR 12 PM 2:06
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I of the Articles of Incorporation of SPORT APEX, INC. shall be amended to read as follows:


ARTICLE I - NAME

The name of this corporation shall be: **XEPA SPORT, INC.**

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the board of directors without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 3 day of MARCH, 1997.


Affen Shukow, director


Donna Shukow, director

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

SWORN AND SUBSCRIBED before me this 4 day of MARCH, 1997, by
Affen Shukow, as director.



LAURIE J. MAURER
COMMISSION # CC 370996
EXPIRES MAY 9, 1998
Bonded Through
ALAN INSURANCE SERVICES


Notary Public

Print Name: LAURIE J. MAURER
MY COMMISSION EXPIRES: 5/9/98

Personally Known ✓ OR Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

SWORN AND SUBSCRIBED before me this 4 day of MARCH, 197, by
ALLEN SHUKEN, as director.



LAURIE J. MAURER
COMMISSION # CC 370896
EXPIRES MAY 9, 1988
Bonded Through
ALAN INSURANCE SERVICES

[Signature]
Notary Public
Print Name: LAURIE J. MAURER
MY COMMISSION EXPIRES: 5/9/88

Personally Known — OR Produced Identification
Type of Identification Produced