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TRANSMITTAL LETTER

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

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EFFECTIVE DATE

SUBJECT: TOP SHELF SPORTS WEAR, INC.

Enclosed is an original and (1) copy of the articles of incorporation and a check for:

(x) \$70.00 () \$78.75 () \$122.50 () \$131.25

FROM: Keith McDonald, President Kenny McDonald, V.P., General Manager Top Shelf Sports Wear 813 Golfair Blvd., Suite B65 Jacksonville, FL 32209

(904) 764-0307

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 27, 1997

KEITH MCDONALD 813 GOLFAIR BLVD. JACKSONVILLE, FL 32209

SUBJECT: TOP SHELF SPORTS WEAR, INC. Ref. Number: W97000024319

We have received your document for TOP SHELF SPORTS WEAR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun Document Specialist

Letter Number: 997A00052044

ARTICLES OF INCORPORATION

97 DEC -2 AM 9:36

FILED EURETARY OF STATE

The undersigned incorporator(s), for the purpose of forming an Corporation under the Florida Business Corporation Act, hereby adopt(s), the following Articles of Incorporation.

ARTICLE I-NAME

The name of the corporation shall be: Top Shelf Sports Wear, Inc., hereafter referred to as the corporation. The corporation is an entity engaged in specializing in personalized apparel and related activities pursuant to all Florida Statutes pertaining to such activity.

ARTICLE II-PRINCIPAL OFFICE



The principal place of business and mailing address of this corporation shall be:

813 Golfair Blvd., Suite B65 Jacksonville, FL 32209

ARTICLE III-SHARES

The number of shares the corporation is authorization to issue is one thousand, (1,000), common shares at three dollar, (\$3.00), par value each. The corporation is authorized to issue more than one class of shares. The relative rights, preferences, and limitations of the shares of each class, and each series within a class will be determined prior to issuance by a majority vote of the stockholders of record. The initial shares issued will be authorized by the incorporator(s) of record.

ARTICLE IV-AMENDMENTS AND BY LAWS

Amendments to the Articles of Incorporation will be voted on and approved by a majority of the stockholders of record. By-Laws to the corporation will be established as needed by the Board of Directors and when deemed necessary, voted on by the stockholders of record.

ARTICLE OF INCORPORATION

ARTICLE V-INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agents is:

Keith McDonald, President

813 Golfair Blvd., Suite B65 Jacksonville, FL 32209

ARTICLE VI-INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Keith McDonald, President Kenny McDonald, V.P., General Manager 813 Golfair Blvd., Suite B65 Jacksonville, FL 32209

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

15th day of <u>xtober</u> 1997. <u>Kent EMOseald</u> Signature Signature

FILED SECRETARY OF STATL DIVISION OF CORPORATIONS

97 NEC -2, AM 9:36

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUES, 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.

The name of the Corporation is Top Shelf Sports Wear, Inc. effective date October 17, 1997. 1.

2. The name and address of the registered agents and office is:

Keith McDonald, President

813 Golfair Blvd., Suite B65 Jacksonville, FL 32209

Having been named as registered agent and to accept service of process for the above state Corporation at the place designated in this certificate, I further agree to comply with the provisions of all statues 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.

Date Oct 15, 1997

(Signature)