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TRANSMITTAL LETTER

December 15, 1997

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

900002381369--5  
-12/23/97-01107-011  
\*\*\*\*122.50 \*\*\*\*122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC 23 PM 2:15

SUBJECT: Cool Edge Performance Inc.

Dear Sirs:

Enclosed is an original and one (1) copy of the articles of incorporation and designation of the initial registered agent and a check for \$122.50 for the filing fee and a certified copy of the Articles of Incorporation.

Sincerely,

D. Robert Lewis  
Florida Bar # 0881694

RP  
12-24-97

# ARTICLES OF INCORPORATION

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:*

## ARTICLE I NAME

The name of the corporation shall be Cool Edge Performance Inc.

## ARTICLE II PRINCIPAL OFFICE

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

Cool Edge Performance Inc.  
7546 Armand Circle  
Tampa, Florida 33634

## ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand.

## ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jack Shackelford  
7546 Armand Circle  
Tampa, Florida 33634

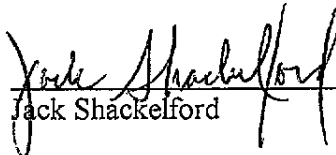
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**ARTICLE V  
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Jack Shackelford  
7546 Armand Circle  
Tampa, Florida 33634

*The undersigned incorporator has executed these Articles of Incorporation  
on this the fifteenth day of December, 1997.*

  
\_\_\_\_\_  
Jack Shackelford

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501  
FLORIDA STATUTES, 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 Cool Edge Performance Inc.

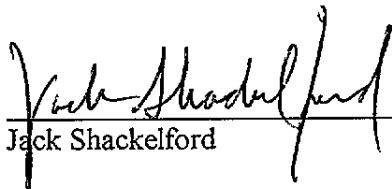
2. The name and address of the registered agent and office is:

Jack Shackelford  
7546 Armand Circle  
Tampa, Florida 33634

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DIVISION OF CORPORATION  
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Having been named as registered agent and to accept service of process for the above  
stated corporation at the place designated in this certificate, 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.

**Witness my signature on this the fifteenth day of December, 1997.**

  
\_\_\_\_\_  
Jack Shackelford