

Sherry Marie Coté

Attorney At Law

2220 Hibiscus Drive, Suite 4

Edgewater, Florida 32141

904-428-1890 904-428-1990 FAX

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December 30, 1997

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

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-01/02/98-01072-003

*****78.75 *****78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SUBJECT: NITROSPORT MARKETING SERVICES, INC.

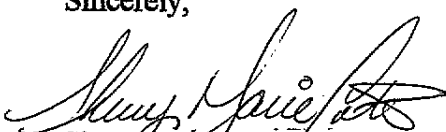
Dear Sir/Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and my client account check for \$78.75 for the Filing Fee & Certificate.

Please mail the Certificate to this office as soon as possible.

If there are any questions regarding these articles please contact, Attorney Sherry Marie Cote' at (904) 428-1890.

Sincerely,


Sherry Marie Cote

SMC:dyf
Enclosures

F. CHESSEB JAN 5 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NITROSPORT MARKETING SERVICES, INC.

The undersigned incorporator(s), 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 NITROSPORT MARKETING SERVICES, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 2220 Hibiscus Drive, Suite 4, Edgewater, FL 32141.

ARTICLE III: SHARES

The corporation is authorized to have one class of common stock, with no par value, and with equal voting rights. The total number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000 shares of common stock.

**ARTICLE IV: INITIAL REGISTERED AGENT AND
STREET ADDRESS**

The name and address of the initial registered agent is: Sherry Marie Cote', Attorney At Law, 2220 Hibiscus Drive, Suite 4, Edgewater, Florida 32141.

ARTICLE V: INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Edmond H. Cote, Jr.
459 S. Benton Carroll Road
Oak Harbor, Ohio 43449

ARTICLE VI: INITIAL OFFICERS AND DIRECTORS

The initial Directors of the Corporation are:

Edmond H. Cote, Jr.
459 S. Benton Carroll Road
Oak Harbor, Ohio 43449

The initial Officers of the Corporation are:

President/Treasurer: Edmond H. Cote, Jr.
VicePresident/Secretary: Edmond H. Cote, Jr.

ARTICLE VII: EFFECTIVE DATE

These Articles of Incorporation shall become effective on January 2, 1998.

The undersigned Incorporators have executed these Articles of Incorporation this 26th day of December, 1997.


Signature

Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

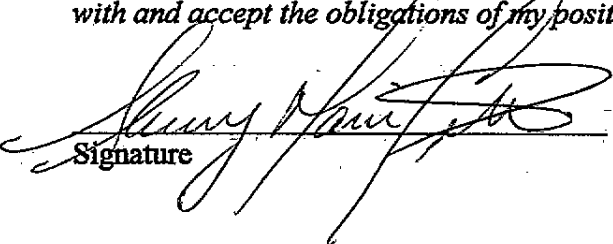
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Nitrsport Marketing Services, Inc.
2. The name and address of the registered agent and office is:

Sherry Marie Cote', Esquire
2220 Hibiscus Drive, Suite 4
Edgewater, Florida 32141

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TALLAHASSEE, FLORIDA

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 a registered agent.


Signature

12/26/97
Date