

P 98 0000 77355

Philippe Denis
676 Sugarwood Trail
Venice, Florida 34292

August 10, 1998

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

FILED
98 AUG 14 AM 8:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

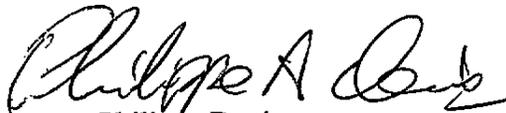
I am enclosing Articles of Incorporation for Boomer, Inc. for your filing. My \$122.50 is enclosed for the following:

\$ 35.00 - filing fee for Articles of Incorporation
52.50 - certified copy of Articles of Incorporation
35.00 - registration agent fee - Articles of Incorporation
\$122.50

Thank you for your attention to this matter.

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****122.50 ****122.50

Very truly yours,


Philippe Denis

Enclosures

~~W 98-18873~~

F. CHESSEY SEP 8 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1998

PHILIPPE DENIS
676 SUGARWOOD TRAIL
VENICE, FL 34292

SUBJECT: BOOMER, INC.
Ref. Number: W98000018873

CHANGE TO: BOOMER SPORTS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We have received your document for BOOMER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6904.

Freida Chesser
Corporate Specialist *Att*

Letter Number: 998A00042833

ARTICLES OF INCORPORATION OF
BOOMER SPORTS, INC.
BOOMER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

BOOMER SPORTS, INC.

The name of this corporation is ~~Boomer, Inc.~~ The mailing address is 676 Sugarwood Trail, Venice, Florida 34292.

Article II - Duration and Commencement

This corporation shall commence on August 14, 1998, and shall exist perpetually.

Article III - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

Article IV - Capital Stock

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 676 Sugarwood Trail, Venice, Florida 34292, and the name of the initial registered agent of this corporation at that address is Philippe Denis.

Article VI - Management

This corporation shall be managed by the stockholder. The name and address of the initial stockholder of this corporation is Philippe Denis, 676 Sugarwood Trail, Venice, Florida 34292.

Article VII - Incorporator

The name and address of the person signing these Articles is Philippe Denis, 676 Sugarwood Trail, Venice, Florida 34292.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on August 10, 1998.

Philippe Denis
Philippe Denis

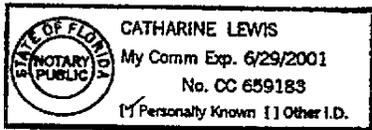
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

STATE OF FLORIDA)
COUNTY OF SARASOTA)

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Philippe Denis, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this 12th day of August 1998.



Catharine Lewis
Notary Public

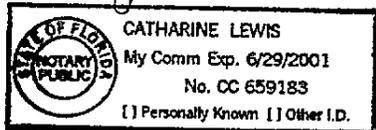
My commission expires: 6/29/2001

Having been named Registered Agent to accept service of process for the above stated corporation at registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.

Philippe Denis
Philippe Denis

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing Acceptance was acknowledged before me this 12th day of August 1998, by Philippe Denis, as registered agent.



Catharine Lewis
Notary Public

My commission expires: 6/29/2001