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FILED
98 DEC -8 PM 2:25
TALLAHASSEE
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December 7, 1998

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

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Spin Dog Designs, Inc.

Dear Sir or Madam:

In connection with the above referenced corporation, enclosed please find the original and one copy of the Articles of Incorporation to be filed with the Secretary of State. I also enclosed our firm check payable to the Secretary of State in the amount of \$78.75 for the cost of the filing fee.

Thank you for your assistance. Should you need any further information, please do not hesitate to contact this office.

Yours very truly,

JB Moss
John B. Moss

JBm/rll
Enclosures

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12/10

ARTICLES OF INCORPORATION

OF

SPIN DOG DESIGNS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is Spin Dog Designs, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be: 13048 Quincy Bay Drive, Jacksonville, FL 32224

ARTICLE III - DURATION

This corporation shall commence business upon filing with the Secretary of State, and thereafter shall exist perpetually.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 13048 Quincy Bay Drive, Jacksonville, FL 32224, and the name of the Corporation's initial registered agent at that address is Daniel P. Boutte'.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

Daniel P. Boutte'
13048 Quincy Bay Drive
Jacksonville, FL 32224

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1).

The name and address of the initial director of the corporation is:

Daniel P. Boutte'
13048 Quincy Bay Drive
Jacksonville, FL 32224

ARTICLE VIII - PURPOSE

The purpose of this Corporation is:

- (a) Skateboard manufacturing and the doing of any and all things related thereto.
- (b) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

ARTICLE IX- RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE X - AMENDMENT

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

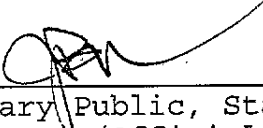
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 20th day of November, 1998.

Daniel P. Boutte'
Daniel P. Boutte', Incorporator

STATE OF FLORIDA
COUNTY OF CLAY

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Daniel P. Boutte', who executed the foregoing Articles of Incorporation, and who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 20th day of November, 1998.



Notary Public, State of Florida
(Official Stamp)



John B. Moss
MY COMMISSION # CC593321 EXPIRES
January 28, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

First - Spin Dog Designs, Inc., desiring to organize under the
laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation at 13048 Quincy Bay
Drive, County of Duval, State of Florida, has named David P.
Boutte', of 13048 Quincy Bay Drive, County of Duval, State of
Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-
stated corporation, at the place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

Daniel P. Boutte

Daniel P. Boutte', Registered Agent

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TALLAHASSEE, FLORIDA