

P99000007371

PEACHIE GEAR
12855 Belcher Road South
Suite B-14
Largo, Florida 33773
(727) 535-3934

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 20 AM 11:49

December 28 1998

Florida Department of State
Department of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

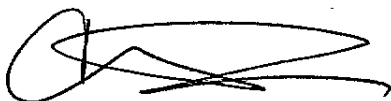
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*****70.00 *****70.00

Dear Sir/Madam:

Enclosed please find my check in the amount of \$70.00 and two executed copies of my Articles of Incorporation.

If you have any questions please do not hesitate to contact me at 727-535-3934.

Sincerely,



Ann Pici

Enclosures

1-26
MS

ARTICLES OF INCORPORATION
OF
PEACHIE GEAR, INC.

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The undersigned subscriber of these Articles of Incorporation, being a natural person competent to contract, does hereby for a corporation for profit under the laws of the State of Florida 33640.

ARTICLE I

NAME

The name of this Corporation is Peachie Gear, Inc..

ARTICLE II

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

To conduct any and all business activities permitted by the laws of the State of Florida. To generally have and exercise all powers, rights and privileges necessary and incident to carry out properly the objects herein mentioned

To carry on any other lawful business and to do any and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any of the objects hereinbefore enumerated or incidental to the purposes and powers herein named or for the enhancement of the value of the property of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V

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 Bylaws, but shall never be less than one (1). The names and addresses of the initial Director of this Corporation is:

Ann Pici
12855 Belcher Road South
Suite B-14
Largo, Florida 33773

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ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of The Corporation is 12855 Belcher Road South, Suite B-14, Largo, Florida 33773 and the mailing address of The Corporation is 12855 Belcher Road South, Suite B-14, Largo, Florida 33773. The name of the initial Registered Agent at that address of this Corporation is Ann Pici.

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.



Ann Pici

12-28-98
Date

ARTICLE VII

CLASSES OF DIRECTORS

The Bylaws of this Corporation may provide that the Directors be divided into two (2) or more classes whose terms of Office shall respectively expire at different times, provided that no such term shall continue longer than three (3) years and provided further that at least one forth (1/4) in number of the Directors shall be elected annually.

ARTICLE VIII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon shareholders is subject this reservation. Further, the power to adopt, alter or repeal Bylaws shall be vested in the Board of Directors and the Shareholders of this Corporation.

ARTICLE IX

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

DIVIDENDS

Dividends payable in shares of any class may be paid to the holders of shares of any other class.

ARTICLE XI

INDEMNIFICATION


This Corporation shall indemnify any and all of its directors, Officers, Employees or Agents or former Directors, Officers, Employees or agents or any person or persons who may have served at it's request as a Director, Officer, Employee or Agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares, capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgement, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit, or proceeding, whether civil, criminal, administrative or investigative and any appeals thereof, which any such person or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a Director, Officer, Employee or Agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any Director, Officer, Employee or Agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XII

INCORPORATOR

The name and address of the person signing these Articles is Ann Peachie, 12855 Belcher Road South, Suite B-14, Largo, Florida 33773.

IN WITNESS WHEREOF the undersigned, for the purpose of forming this corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, does make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certifies that the facts herein are true, on this 28th day of December, 1998.

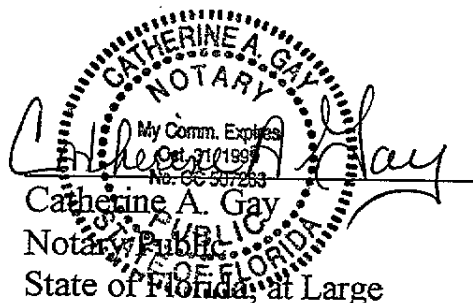


Ann Pici

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, personally appeared Ann Pici, who produced a Florida Drivers License, number P200-040-54-887-1 and a Social Security Card Number 144-50-5146 as identification and who executed the foregoing Articles of Incorporation, and who acknowledges before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 28th day of December, 1998.


Catherine A. Gay
Notary Public
State of Florida, at Large