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TRANSMITTAL LETTER

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-04/19/99--01053--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

**SUBJECT: JD Sports Enterprises, Inc. - Articles of Incorporation**

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for filing fees in the amount of \$78.75.

From:

Jeffrey A. Deardorf  
10313 Thompson Place  
Clearmont, FL 34711

NOTE: Please provide the original and *one copy* of the articles.

FILED  
99 APR 19 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER APR 20 1999

## **ARTICLES OF INCORPORATION**

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

### **ARTICLE I – NAME**

The name of the corporation shall be JD SPORTS ENTERPRISES, INC.

### **ARTICLE II – PRINCIPAL OFFICE**

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

10313 Thompson Place  
Clermont, Florida 34711

### **ARTICLE III - SHARES**

The number of stock that this corporation is authorized to have outstanding at any one time is 1000 shares (Common Stock), \$1.00 par value share. Jeffrey A. Deardorf will own 1000 shares of the corporation.

### **ARTICLE IV – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Jeffrey A. Deardorf  
10313 Thompson Place  
Clermont, Florida 34711

### **ARTICLE V – TERM OF EXISTENCE**

This corporation is to exist perpetually.

### **ARTICLE VI – TERM OF EXISTENCE**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors. The name and address of the initial members of the Board of Directors are:

Jeffrey A. Deardorf  
10313 Thompson Place  
Clermont, Florida 34711

Richard A. Deardorf  
10313 Thompson Place  
Clermont, Florida 34711

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TALLAHASSEE, FLORIDA

## ARTICLE VII – OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation or under their successor is elected or appointed are:

Jeffrey A. Deardorf  
President/Secretary  
10313 Thompson Place  
Clermont, Florida 34711

Richard A. Deardorf  
Vice President  
10313 Thompson Place  
Clermont, Florida 34711

## ARTICLE VIII – PRE-EMPTIVE RIGHTS

The corporation elects to have pre-emptive rights.

## ARTICLE IX – INCORPORATOR

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

Jeffrey A. Deardorf  
10313 Thompson Place  
Clermont, Florida 34711

The undersigned incorporator has executed these Articles of Incorporation this 10 day of April, 1999.

Signature: \_\_\_\_\_

  
Jeffrey A. Deardorf

Notarization is not required

Note: Affixing an officer title after a signature of an incorporator does not constitute the designation of officer

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

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

1. Name of the corporation is:

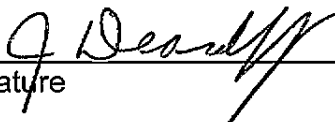
JD Sports Enterprises, Inc.

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

Jeffrey A. Deardorf  
10313 Thompson Place  
Clermont, Florida 34711

Having been named as registered agent and to accept service of process for the above state 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 am familiar with and accept the obligations of my position as registered agent.

Signature



Date

4-10-99

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32314

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