

P99000047076

5-10-99

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

Re: Rayguns Paintball, Inc.

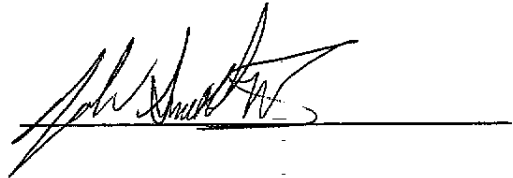
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-05/20/99--01016--014
*****78.75 *****78.75

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75 .

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.



Rayguns Paintball Inc.

4371 Quail Road
St. Cloud, Fl.
(407) 957-1998

99 MAY 19 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

John Smith GAVE
AUTHORIZATION BY PHONE TO
CORRECT add suffix
DATE 5/25/
DOC. EXAM BO

B. BROCK MAY 25 1999

ARTICLES OF INCORPORATION

of

Rayguns Paintball, Inc.
(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Rayguns Paintball, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

Form with fields for STREET ADDRESS, CITY, FLORIDA, ZIP. Includes address 4371 Quail Roost Rd., St. Cloud, Florida 34772.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

Form with fields for NAME, ADDRESS, CITY, FLORIDA, ZIP. Includes name John V. Smith IV, address 4375 Quail Roost Rd., St. Cloud, Florida 34772.

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors 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 names and addresses of the initial director(s) of the corporation are as follows:

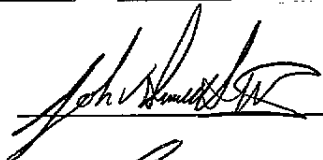
NAME	John V. Smith IV		
ADDRESS	4375 Quail Roost Rd.		
CITY	St. Cloud	STATE	Florida ZIP 34772
NAME	Ray Main		
ADDRESS	5021 Mill Stream Rd.		
CITY	Ocoee	STATE	FL ZIP 34761
NAME			
ADDRESS			
CITY		STATE	ZIP

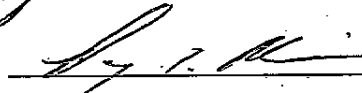
ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	John V. Smith IV		
ADDRESS	4375 Quail Roost Rd.		
CITY	St. Cloud	STATE	Florida ZIP 34772
NAME	Ray Main		
ADDRESS	5021 Mill Stream Rd.		
CITY	Ocoee	STATE	FL ZIP 34761
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 10 day of May, 19 99.

 (Signature)

 (Signature)

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

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99 MAY 19 AM 9:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Rayguns Paintball, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

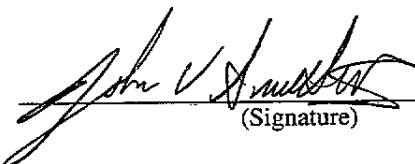
at 4371 Quail Roost Rd.

St. Cloud, Fl. 34772

has named John V. Smith IV

located at the aforesaid address, as its registered agent to accept service of process within this state.

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 registered agent.


(Signature)

5-10-99

(Date)