

TRANSMITTAL LETTER

P 99 0000 51027

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

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-06/01/99--01061--003
*****87.50 *****87.50

SUBJECT: Gonzo Sport, Inc.
(Proposed corporate name - must include suffix)

EFFECTIVE DATE
5-26-99

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Asmeira Santiago
Name (Printed or typed)

9791 NW 126 Terr
Address

Hialeah Gardens, FL 33016
City, State & Zip

305-364-0705
Daytime Telephone number

FILED
99 JUN -1 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEB JUN 7 1999

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

ARTICLES OF INCORPORATION

OF

GONZO SPORT, INC.

FILED
JUN - 1 AM 11:19
99
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

EFFECTIVE DATE
5-26-99

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

GONZO SPORT, INC.

ARTICLE II

PRINCIPAL OFFICE

The initial principal office and mailing address is located at 9791 NW 126 Terrace, Hialeah Gardens, Florida, 33016.

ARTICLE III

PURPOSE AND NATURE OF BUSINESS

The purpose of this corporation and general nature of the business to be conducted are as follows:

To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

ARTICLE IV

DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock, each share having no par value.

ARTICLE VI

INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars

ARTICLE VII

SUBSCRIBERS (INCORPORATORS)

The name and address of the subscriber of these Articles of Incorporation and the number of shares he has elected to take is as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
ASMEIRA SANTIAGO	9791 NW 126 Terrace Hialeah Gardens, Florida 33016	100

ARTICLE VIII

DIRECTORS

The initial number of Directors of this corporation shall be one (1). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

ARTICLE IV

INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until successors are elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
ASMEIRA SANTIAGO	9791 NW 126 Terrace, Hialeah Gardens, FL 33016

ARTICLE X

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purpose shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE XI

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 16531 SW 104 Ave, Miami, Florida 33157, and the name of the initial Registered Agent of this corporation at that address is Salvatore Gugliuzza.

ARTICLE XIII

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

DATED this 26 Th day of May, 1999


ASMEIRA SANTIAGO

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
PURPOSE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOSE PROCESS
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, THAT GONZO SPORT, INC. IS DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT MIAMI, STATE OF FLORIDA, HAS NAMED SALVATORE GUGLIUZZA,
AT 16531 SW 104 Ave Miami, Florida, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

Signature: Ismeira Santiago
Title: INCORPORATOR
Date: 5/26/99

Having been named as registered agent and to accept services of process for the above
stated corporation, at the place designated in this certificate, I hereby agree to accept the
appointment as registered agent and 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 as registered agent.

Signature: Salvatore A. D'Agostino
Date: 5/26/99