

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

CUTTING EDGE GEAR, INC.

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ARTICLES OF INCORPORATION

OF

CUTTING EDGE GEAR, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of this corporation is: CUTTING EDGE GEAR, INC.

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To promote and distribute merchandise related to extreme sporting activities.

Prepared By: Joseph D. Garrity, FBN: 87531
1515 University Drive, Suite 103
Coral Springs, FL 33071
(954) 757-7455

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2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business or necessary or desirable in order to accomplish the foregoing. Specifically, but not limited to, investing in real estate, stocks, bonds or other methods of investment to secure returns for the corporation.

ARTICLE FOUR
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

ARTICLE FIVE
REGISTERED OFFICE AND AGENT

The street address of the principal office and the mailing address of the corporation is 2499 Glades Road, Suite 209, Boca Raton, Florida 33431; and the name of its initial registered agent is JOSEPH D. GARRITY, ESQ., at 1515 University Drive, Suite 103, Coral Springs, Florida, 33071.

ARTICLE SIX
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three (3). The name and address of each person who is to serve as a member of the initial board of directors is:

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Coral Springs, FL 33071
(954) 757-7455

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<u>NAME</u>	<u>ADDRESS</u>
RANDY WATTS Director	2499 Glades Road, Suite 209 Boca Raton, Florida, 33431
JAKE STEINGART Director	2499 Glades Road, Suite 209 Boca Raton, Florida, 33431
VINCENT CARBONE Director	2499 Glades Road, Suite 209 Boca Raton, Florida, 33431

ARTICLE SEVEN
INITIAL STOCK OWNERSHIP

The initial stock ownership will be governed by a separate shareholders agreement executed by the above named directors.

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ARTICLE EIGHT
COST OF INCORPORATION

All costs incurred to the Directors as a result of the formation of CUTTING EDGE GEAR, INC.; is a debt of the corporation to be reimbursed to said Directors in amounts contributed upon the close of the books for the first fiscal year of CUTTING EDGE GEAR, INC.

ARTICLE NINE
INCORPORATOR

The name and address of the incorporator is:

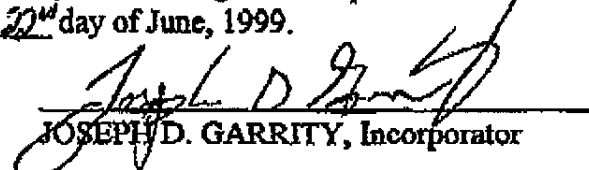
NAME

ADDRESS

JOSEPH D. GARRITY
Registered Agent

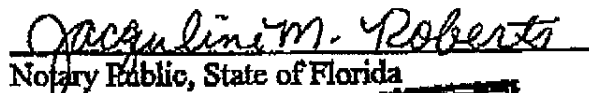
1515 University Drive, Suite 103
Coral Springs, Florida, 33071

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of June, 1999.

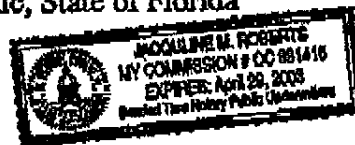

JOSEPH D. GARRITY, Incorporator

STATE OF FLORIDA)ss:
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared, JOSEPH D. GARRITY, who is personally known to me and who did take an oath, executed the foregoing Articles of Incorporation.


Notary Public, State of Florida

My Commission Expires:



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**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Pursuant to the provisions of Florida Statutes Sec. 607.0501 and 607.0505, CUTTING EDGE GEAR, INC., a corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: CUTTING EDGE GEAR, INC.
2. The name of the registered agent is: JOSEPH D. GARRITY, ESQ.
3. The address of the registered agent/registered office is 1515 University Drive, Suite 103, Coral Springs, Florida 33071.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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 performances of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 6/22/99 BY: Joseph D. Garrity, Esq.

STATE OF FLORIDA)ss:
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared, JOSEPH D. GARRITY, ESQ., who is personally known to me and who did take an oath, executed the foregoing ACCEPTANCE OF REGISTERED AGENT.

Jacqueline M. Roberts
Notary Public, State of Florida

My Commission Expires:



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ALLAHASSI, FLORIDA

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