

Division of Corporations

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**P99000059607****Florida Department of State****Division of Corporations****Public Access System****Katherine Harris, Secretary of State****Electronic Filing Cover Sheet****Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.****((H99000016132 5)))****Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.****FILED**  
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**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA****To:****Division of Corporations**  
**Fax Number : (850) 922-4001****From:****Account Name : BUTZEL LONG**  
**Account Number : 105147001567**  
**Phone : (561) 368-2151**  
**Fax Number : (561) 368-4668****FLORIDA PROFIT CORPORATION OR P.A.****RAGE PERFORMANCE PRODUCTS, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION  
OF  
RAGE PERFORMANCE PRODUCTS, INC.

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is RAGE PERFORMANCE PRODUCTS, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 at \$.01 par value common shares.

ARTICLE IV

The street address of the Corporation shall be 335 Glenbrook Drive, Atlantis, FL 33462. The name of the Corporation's initial registered agent is Robert Koch.

Prepared by:  
John J. Raymond, Jr.  
BUTZEL LONG, P.C.  
1200 North Federal Highway, Ste. 411  
Boca Raton, FL 33432  
(561) 368-2151 Bar #194162

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#### ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is one (1). The name and street address of the initial director is:

Name

Address

Robert Koch

335 Glenbrook Drive  
Atlantis, FL 33462

The initial directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

#### ARTICLE VI

The name and address of the incorporator is Robert Koch, 335 Glenbrook Drive, Atlantis, FL 33462.

#### ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

#### ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

#### ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the by-laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the by-laws.

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ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XI

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 25 day of June, 1999

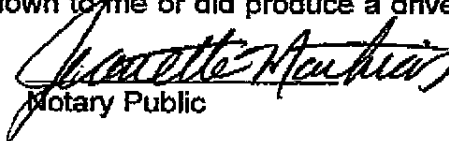


Robert Koch  
Incorporator

STATE OF Florida )  
COUNTY OF Polk

ss.

The foregoing instrument was acknowledged before me this 25th day of June, 1999, by Robert Koch, who is personally known to me or did produce a drivers license and did take an oath.

  
Notary Public

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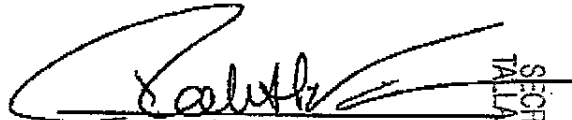
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING THE AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That RAGE PERFORMANCE PRODUCTS INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 335 Glenbrook Drive, Atlantis, FL 33462, has named Robert Koch, located at 335 Glenbrook Drive, Atlantis, FL 33462, as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
Robert Koch

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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