AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: July 29, 1999

ORDER TIME: 1:50 PM

ORDER NO. : 323775-005

000002945520 --1

CUSTOMER NO: 7152667

CUSTOMER: Mr. Joseph L. Miller

MR. JOSEPH L. MILLER MR. JOSEPH L. MILLER 100 36th Avenue North

Saint Petersbur, FL 33704

DOMESTIC FILING

REEL GEAR SPORTSWEAR, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS: PH 7/30

FILED 99 JUL 29 AM 9: 22

#### ARTICLES OF INCORPORATION

ΩFr

JECRETARY OF STATE TALLAHASSEE, FLORIDA

## REEL GEAR SPORTSWEAR, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

### ARTICLE I. NAME

The name of the corporation shall be:

REEL GEAR SPORTSWEAR, INC.

The address of the principal office of this corporation shall be 4910 Coquina Key Drive Southeast, St. Petersburg, Florida 33705, and the mailing address of the corporation shall be the same.

## ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

#### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

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 one Director, initially. The name and address of the initial member of the Board of Directors are:

Charles F. Tudor

4910 Coquina Key Drive Southeast St. Petersburg, Florida 33705

FILED

99 JUL 29 AM 9: 22

### ARTICLE VII. INCORPORATOR

SECRETARY OF STATE

The name and street address of the incorporation these Articles of Incorporation:

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on July 29, 1999.

It's Agent, Laura R. Dunlap Incorporator

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

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Its Agent, Laura R Dunlap
Authorized Service Representative
Corporation Service Company

JLZ