

FO2000002031



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Mississauga, Ontario L5T 2V6
Canada

1-800-665-7494 [toll-free]
905-670-6970 [local]
905-670-6950 [fax]
athleticainc.com

April 8, 2002.

Office of the Secretary of State,
Registration Section,
Division of Corporations,
408 E. Gaines St.,
Tallahassee, Florida.
32399

Re: Application by Foreign Corporation for Authorization to Transact Business in Florida

Gentlemen:

Enclosed, kindly find the following documentation to support the Application on behalf of Athletica, Inc.

1. Application (in duplicate)
2. Articles of Incorporation (in duplicate).
3. Consent to the Use of Name (in duplicate).
4. Certificate of Good Standing
5. Cheque in the amount of \$87.50.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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We would appreciate receipt of the Certificate of Status and Certified copy thereof at your earliest opportunity.

Should you have any questions, or require further clarification, please do not hesitate to contact me.

Respectfully,
ATHLETICA, INC.


Janice D. Hussey
Encl.


4-23-02



APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ATHLETICA, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Minnesota (State or country under the law of which it is incorporated)
3. 41-1750671 (FEI number, if applicable)

4. April 21st, 2002 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification." (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4814 Park Glen Road, Minneapolis, Minnesota, 55416 (Principal office address)
6630 Edwards Blvd., Mississauga, Ontario. Canada L5T 2V6 (Current mailing address)

8. Design, manufacture, supply and installation of dasher board systems and other related ice arena applications and products.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

SECRETARY OF STATE
FILED IN MIAMI FLORIDA

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10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert Naegele III
Address: 4814 Park Glen Road Home Address: 3583 Hennepin Ave. S.,
Minneapolis, Minnesota. 55416 Minneapolis, MN 55408

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS


President: David Battel, President and CEO
Address: 4814 Park Glen Road, Home Address: 4607 Casco Avenue
Minneapolis, Minnesota. 55416 Edina, MN 55424

Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: Robert Fowler
Address: 6630 Edwards Street, Mississauga, Ontario, Canada, L5T 2V6

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert Fowler, Controller - Athletica, Inc.
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
MINNAPOLIS, MINN. 55408

APPROVED
AND
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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

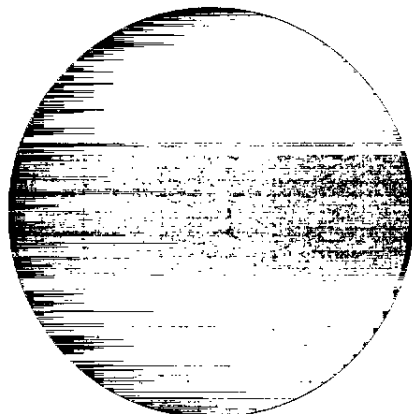
Name: Athletica, Inc.

Date Formed: 04/21/1993

Chapter Governed By: 302A

This certificate has been issued on 02/13/02.

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SECRETARY OF STATE
MAIL ROOM/SECRETARIAT



Mary Kiffmeyer
Secretary of State.