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OF COUNSEL TO:
WEINER & ARONSON, P.A.

October 10, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

RE: Articles of Incorporation of
Seguso Tennis, Inc.

500008400385--9
-10/16/02--01055--001
*****78.75 *****78.75

Gentlemen:

Please find enclosed two (2) duplicate originals of the Articles of Incorporation for the above referenced corporation. Upon filing, please return a certified original of the Articles of Incorporation to the undersigned in the enclosed stamped return envelope provided for your convenience.

My check in the amount of \$78.75 is enclosed in payment of the following fees:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified Articles of Incorporation	<u>8.75</u>
	\$78.75

FILED
2002 OCT 16 AM 9:38
TALLAHASSEE FLORIDA

Your prompt attention to this matter will be greatly appreciated.

Very truly yours,

Robert M. Schwartz

Enclosures as noted.

cc: Mr. and Mrs. Robert Seguso with enclosures

✓
f 10/17/02

ARTICLES OF INCORPORATION
OF
SEGUSO TENNIS, INC.

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CLERK OF DISTRICT COURT
TALLAHASSEE FLORIDA

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME AND CORPORATE ADDRESS

The name and address of this Corporation are:

SEGUSO TENNIS, INC.
10586 Wheelhouse Circle
Boca Raton, FL 33428

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

The purpose or purposes for which this Corporation is formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - STOCK

The aggregate number of shares that this Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. Fully-paid stock of this Corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the Corporation that have been issued shall be the

Prepared by:
Robert M. Schwartz, Esquire
Robert Marc Schwartz, P.A.
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FL Bar No: 0143963

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator are:

<u>Name</u>	<u>Address</u>
Robert Seguso	10586 Wheelhouse Circle Boca Raton, FL 33428

**ARTICLE X - COMMON DIRECTORS
TRANSACTIONS BETWEEN CORPORATIONS**

No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purposes if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the Corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes or ratifies such contract or transactions.

ARTICLE XI - BY-LAWS

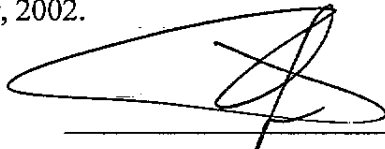
The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of Shareholders at any meeting thereof.

ARTICLE XII - MISCELLANEOUS

Other lawful provisions, if any concerning the stock of this Corporation, or for the

conduct and regulation of the business and affairs of the Corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the Corporation, or of its Directors or Stockholders, or of any class of stockholders: None.

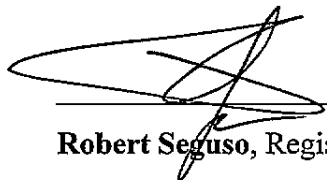
DATED: This 2 day of October, 2002.



Robert Seguso, Incorporator

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

Robert Seguso, 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, this 2 day of October, 2002.



Robert Seguso, Registered Agent

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STATE
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