

P9800022594

ILINGS, INC. TERESA ROMAN
 (Requestor's Name)
2805 LITTLE DEAL ROAD
 (Address)
TALLAHASSEE, FLORIDA 32308 (904) 385-6735
 (City, State, Zip) (Phone #)

OFFICE USE ONLY
FILED
 98 AUG 19 PM 3:20
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- private sports Label, inc 200002620272--9
 (Corporation Name) (Document #) -08/20/98--01001--006
*****70.00 *****70.00
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| | NonProfit |
| | Limited Liability |
| | Domestication |
| | Other |

| AMENDMENTS | |
|------------|---------------------------------------|
| | Amendment |
| | Resignation of R.A., Officer/Director |
| | Change of Registered Agent |
| | Dissolution/Withdrawal |
| | Merger |

| OTHER FILINGS | |
|---------------|------------------|
| | Annual Report |
| | Fictitious Name |
| | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| | Foreign |
| | Limited Partnership |
| | Reinstatement |
| | Trademark |
| | Other |

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 DIVISION OF CORPORATION

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
PRIVATE SPORTS LABEL, INC.**

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ARTICLE I
NAME

The name of this corporation shall be **Private Sports Label, Inc.**

ARTICLE II
PURPOSE

The purpose or purposes for which this corporation is organized is the transaction of any and all lawful business within or outside of the United States of America.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any time shall be 1000 shares of common stock of One Dollar (\$1.00) par value.

Instrument Prepared By:
Jeffrey B. Smith, Esquire
Kelley, Herman & Smith
1401 E. Broward Boulevard
Suite 206
Fort Lauderdale, Florida 33301

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 1401 E. Broward Boulevard, Suite 206, Fort Lauderdale, Florida 33301 and the name of the initial registered agent of this corporation at that address is Jeffrey B. Smith, Esq.

ARTICLE V
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation and the mailing address of the corporation is: 2891 NE 18th Street, Pompano Beach, Florida 33062.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The names and addresses of the directors of this corporation are:

Penina Morganstein, President/Treasurer/Director
2891 NE 18th Street
Pompano Beach, Florida 33062.

ARTICLE VII
INCORPORATORS

The name and post office address of the incorporator of this corporation is as follows:

Penina Morganstein
2891 NE 18th Street
Pompano Beach, FL 33062.

ARTICLE VIII
SPECIAL PROVISIONS

Special provisions for the regulation of the business and the conduct of the affairs of this corporation are:

Section 1. The place and time for the annual meeting of the stockholders and the Board of Directors of this corporation shall be fixed by the By-Laws.

Section 2. Any meeting of the stockholders and Board of Directors may be held either within or without the State of Florida.

Section 3. The officers of this corporation shall be such officers as the By-Laws may establish or as the Board of Directors may elect. Any one person may hold two of said offices.

Section 4. The By-Laws of this corporation shall be made by the Board of Directors and may be amended by the Board of Directors.

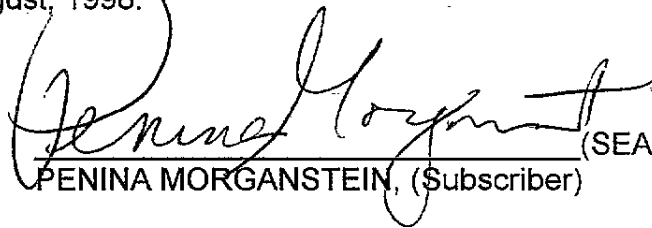
Section 5. The Board of Directors may set apart out of any of the funds of the corporation available for dividends, a reserve or reserves for any proper purpose and abolish any such reserve in the manner in which it was created.

Section 6. The original incorporators of this corporation shall have the right to, and may, after the reorganization of same, assign and deliver such subscriptions of stock herein to any other person who may hereinafter, by assignment or otherwise, become subscribers to the capital stock of this corporation, who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and assume and carry out all of the rights, liabilities and duties entailed by said subscriptions subject to the law of the State of Florida.

Section 7. Pursuant to Florida Statutes 607.167, the date that the corporate existence of this corporation shall commence is August 19, 1998, this being the day of the subscription and acknowledgment of the herein contained Articles of Incorporation.

Section 8. No contract or other transaction between this corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the stockholders of this corporation is or are interested in, or is a director or directors or officer or officers of such corporation, and any stockholders may individually or jointly be a party or parties to or may be interested in any contract or transaction with this corporation, or in which this corporation shall be interested; and no contract or transaction of this corporation with any person or persons, firm or corporation, shall be affected or invalidated by the fact that any stockholder, or officer or officers of this corporation is a party, or are the parties to, or are interested in such contract, or act, or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a stockholder or officer of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of August, 1998.

 (SEAL)
PENINA MORGANSTEIN, (Subscriber)

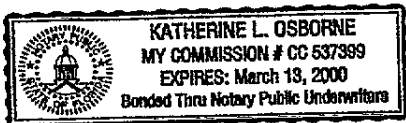
STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

PERSONALLY APPEARED before me, the undersigned officer, duly authorized to administer oaths and take acknowledgments, Penina Morganstein, personally known to me or has produced FLORIDA driver's license as identification and who executed and subscribed to the foregoing Articles of Incorporation, and acknowledged before me the execution of the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 17th day of August, 1998.

My Commission Expires:


Notary Public, State of Florida
Print Name: KATHERINE L. OSBORNE



ACCEPTANCE OF REGISTERED AGENT

Designation as initial registered agent for the foregoing corporation is hereby accepted.


JEFFREY B. SMITH

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TALLAHASSEE FLORIDA