

PO9000049691

5355 SW College Rd.
Ocala, FL 34474

City/State/Zip

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Office Use Only

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

1. _____ (Corporation Name) _____ (Document #) **300002888283--2**
-05/27/99--01049--002
2. _____ (Corporation Name) _____ (Document #) ******70.00 ****70.00**
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in
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 Certified Copy
 Mail out
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 Certificate of Status

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

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 1999 MAY 27 PM 3:40
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Interactive Sports International, Inc.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is Interactive Sports International, Inc.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The general purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida, as well as to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. The Corporation may acquire and hold stock in any corporation; engage in joint ventures and partnerships, as a limited or general partner; acquire, own hold, manage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out said purposes in any State, territory, district, or possession of the United States, or in any foreign country.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 100 shares of capital stock with a par value of \$1.00 which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

ARTICLE V

PRINCIPAL OFFICE/MAILING ADDRESS

The street address of the initial principal office of the Corporation is: 5355 SW College Road, Ocala, FL 34474. The mailing address of the Corporation shall be 5355 SW College Road.

ARTICLE VI

PREEMPIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of this Corporation's initial registered office and the name of its original registered agent at such address is:

Eric Schreiber
5355 SW College Road
County of Marion

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of Directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Directors of the Corporation are:

Eric Schreiber, 5355 SW College Road, Ocala, FL 34474
David J. St. Vincent, 5355 SW College Road, Ocala, FL 34474

ARTICLE IX

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Eric Schreiber, 5355 SW College Road, Ocala, FL 34474

ARTICLE X

CORPORATION BY-LAWS

The Board of Directors is authorized and empowered to make, alter, amend and rescind the By-laws of the Corporation, but By-laws made by the Board may be altered or repealed, and new By-laws made, by the stockholders.

ARTICLE XI

SMALL BUSINESS CORPORATION

This Corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this Corporation shall adopt a Section 1244 offering plan.

ARTICLE XII

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

COMMENCEMENT

The date and time of the commencement of Corporate existence shall be effective with the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 4th, day of May, 1999.

Eric Schreiber

ERIC SCHREIBER
INCORPORATOR

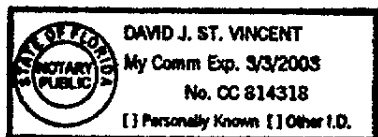
STATE OF FLORIDA
COUNTY OF Marion

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Eric Schreiber, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 4th, day of May, 1999.

David J. St. Vincent
Notary Public
State of Florida at Large

My Commission Expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That Interactive Sports International, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Ocala, County of Marion, State of Florida, has named **Eric Schreiber**, located at 5355 SW College Road, Ocala, FL 34474, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relating to keeping open said office.

By: 
Eric Schreiber

Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 MAY 27 PM 3:40

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