

F98000001083

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ALL COURT SPORTS MANAGEMENT, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

500002440495--1
-02/25/98-01058-005
*****50.00 *****50.00

DEBORAH S. PRISE, Co-PRESIDENT
(Name of Person)

ALL COURT SPORTS MANAGEMENT, Inc
(Firm/Company)

820 LAVERS Circle G-207
(Address)

Delray Beach, FLORIDA 33444
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

500002440495--1
-02/25/98-01058-004
*****28.75 *****28.75

Deborah Prise at (561) 272-2628

(Name of Person)

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 25 PM 3:08

2/25

**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. ALL COURT SPORTS MANAGEMENT, 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. Pennsylvania 3. 23-2879675
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2-13-97 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. pending (expected 4-98 or 6-98)
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 820 Lavers Circle suite G-207
Delray Beach FL 33444
(Current mailing address)

8. conduct + manage recreational camps + events
(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: Deborah S. Prise

Office Address: 820 Lavers Circle G-207
Delray Beach, Florida, 33444
(Zip code)

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.

Deborah S. Prise
(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.

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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Roberta M. Russo

Address: 86 Vernon Drive
PITTSBURGH, PA 15228

Vice Chairman: DEBORAH S. PRISE

Address: 820 Lavers Circle G207
Delray Beach, FL 33444

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

Co-President: DEBORAH S. PRISE

Address: 820 Lavers Circle G-207
Delray Beach FL 33444

Co-Vice President: Roberta M. Russo

Address: 86 Vernon Drive
PITTSBURGH PA 15228

Secretary: DEBORAH S. PRISE

Address: 820 Lavers Circle G-207
Delray Beach, FL 33444

Treasurer: Roberta M. Russo

Address: 86 Vernon Drive
PITTSBURGH, PA 15228

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

13. Deborah S. Prise

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

14. DEBORAH S. PRISE

(Typed or printed name and capacity of person signing application)



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

FEBRUARY 12, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

ALL COURT SPORTS MANAGEMENT, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Secretary of the Commonwealth

DPOS

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