

5-
L000000011639

SCHWARTZ, GOLD, COHEN, ZAKARIN & KOTLER, P.A.

54 S.W. BOCA RATON BOULEVARD
BOCA RATON, FL 33432-4708

EDWARD B. COHEN
PAULA S. GOLD (RETIRED)
MICHAEL I. KOTLER **
ALLAN H. SCHWARTZ
BARRY SIEGEL
RONALD M. ZAKARIN *
GREGG H. GLICKSTEIN, OF COUNSEL

NEW YORK OFFICE
1129 NORTHERN BLVD.
MANHASSET, NEW YORK 11030

BOCA RATON (561) 361-9600
FAX (561) 361-9770

* ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND NEW YORK
** ALSO ADMITTED IN DISTRICT OF COLUMBIA
AND PENNSYLVANIA

September 21, 2000

800003403389--5
-09/25/00--01140--002
*****125.00 *****125.00

Department of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

RE: **Filing of Articles of Organization
for Boca Sports, LLC**

Dear Sir/Madam:

Enclosed please the Articles of Organization regarding the above-referenced limited liability company. We are also enclosing this law firm's check in the amount of \$125.00, representing the filing fee for the Articles and Designation of Registered Agent. Please return the filed Articles in the enclosed, self-addressed stamped envelope.

If you have any questions, please do not hesitate to call. Thank you for your assistance with this matter.

Very truly yours,

Claudia Liberman

Claudia Liberman, Legal Assistant

FILED
00 SEP 25 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/cjl
Enclosures

unth
9/26

ARTICLES OF ORGANIZATION

OF

BOCA SPORTS, LLC

ARTICLE I

NAME

The name of this limited liability company is

BOCA SPORTS, LLC

ARTICLE II

PURPOSE

This limited liability company is organized for the following purposes:

1. To own an interest in a sports marketing and competition business.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

MEMBERS AND MANAGEMENT

This limited liability company shall have the following members:

John S. Simoni
174 Coconut Palm Road
Boca Raton, Florida 33432

The business of the limited liability company shall be managed by the member.

ARTICLE IV

CONTRIBUTIONS

The total amount of cash contributed to the limited liability company and the member contributing the cash is as follows:

John S. Simoni

\$ 100,000.00

FILED
00 SEP 25 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Additional capital contributions may be required only upon the majority vote of the members.

ARTICLE V

ADMISSION OF ADDITIONAL MEMBERS

The members of the limited liability company may admit additional members provided however that any such admission shall require the affirmative written consent of all members of the limited liability company.

ARTICLE VI

VOTING

All members of the limited liability company shall be entitled to vote on matters relating to the limited liability company.

ARTICLE VII

TERM OF EXISTENCE

This limited liability company shall have an existence commencing on the date of receipt of these Articles of Organization by the Secretary of State of Florida and shall continue for a period of thirty (30) years.

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member the remaining members shall have the right to continue the business of this limited liability company.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this limited liability company is 174 Coconut Palm Road, Boca Raton, Florida 33432, the initial registered agent of this limited liability company is John S. Simoni with his address at 174 Coconut Palm Road, Boca Raton, Florida 33432. The members may, from time to time, change the street and post office address of the limited liability company as well as the location of its principal office.

FILED
SEP 25 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX

AMENDMENT

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, in the manner provided by law.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization, this 22nd day of September, 2000.

John S. Simoni
JOHN S. SIMONI, Member

STATE OF FLORIDA)

)ss.

COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 22nd day of September, 2000, by JOHN S. SIMONI, Member, who is personally known to me (or who has produced _____ as identification) and who did take an oath.

(SEAL)

Claudia Lynn Liberman
Print name: Claudia Lynn Liberman
Notary Public, State of Florida

NOTARY PUBLIC - STATE OF FLORIDA
CLAUDIA LYNN LIBERMAN
COMMISSION # CC828336
EXPIRES 7/30/2003
BONDED THRU ASA 1-888-NOTARY1

FILED
00 SEP 25 PM 2:58
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

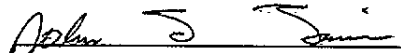
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 608.415, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **BOCA SPORTS, LLC**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization in the City of Boca Raton, County of Palm Beach, State of Florida has named John S. Simoni, located at 174 Coconut Palm Road, Boca Raton, Florida 33432, its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated limited liability company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


John S. Simoni, Registered Agent

FILED
00 SEP 25 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA