



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

HOLD
 FOR PICKUP BY
 UCC SERVICES
 OFFICE USE ONLY

L02000022790
 September 6, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Bey Sports, L.L.C.

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate

Retrieval Request

- Photocopy
- Certified Copy

Other **800007486838** --- 0
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 ****155.00 ****155.00

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

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

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

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

APPROVED
 AND
 FILED
 02 SEP -3 PM 1:21
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 02 SEP -3 PM 3:14
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Handwritten initials and date: 204-02

**ARTICLES OF ORGANIZATION
OF
BEY SPORTS, L.L.C.**

A Florida Limited Liability Company

1

**ARTICLE
NAME**

The name of this Limited Liability Company is: Bey Sports, L.L.C.

2

**ARTICLE
DURATION**

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

3

**ARTICLE
PRINCIPAL OFFICE AND REGISTERED AGENT**

The mailing and the street address of the principal office of the limited liability company is 1521 Oak Springs Place, Lake Mary, Florida, 32746 The name and address of the initial registered agent of the limited liability company is Palmetto Charter Services, Inc., 150 Magnolia Ave., Daytona Beach, FL 32114.

4

**ARTICLE
MANAGEMENT**

The company is to be a manager-managed company. The name and address of its Manager is:

Bey Holdings, L.L.C.
1521 Oak Springs Place
Lake Mary, FL 32746

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TALLAHASSEE, FLORIDA

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**ARTICLE 5
CONTINUATION OF BUSINESS**

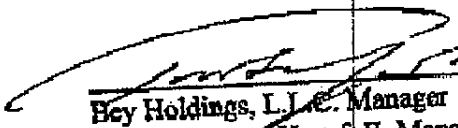
Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the members, by a majority in interest vote, consent in writing to the continuation of the business.

**ARTICLE 6
ADMISSION OF ADDITIONAL MEMBERS**

No person may be admitted as an additional member without the prior written consent of the Manager. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned manager does hereby execute and acknowledge these articles of organization this 3rd day of September, 2002.

BEY SPORTS, L.L.C.


Bey Holdings, L.L.C. Manager
By Mohammed Yusuf, II, Managing
Member

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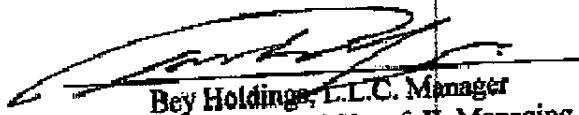
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**CERTIFICATE DESIGNATING
REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 608.415 Florida Statutes, **BEY SPORTS, L.L.C.** hereby designates **PALMETTO CHARTER SERVICES, INC.**, 150 Magnolia Ave. Daytona Beach, FL 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.


BEY SPORTS, L.L.C.


Bey Holdings, L.L.C. Manager
By Mohammed Yusuf, II, Managing
Member

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of **BEY SPORTS, L.L.C.** for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC., a
Florida corporation


By: John P. Ferguson
Its: Vice President

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TALLAHASSEE, FLORIDA

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