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**RUDEN
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RUSSELL, P.A.
ATTORNEYS AT LAW**

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October 25, 2002

Florida Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32301

Re: Uneek Sports Group, LLC

Dear Sir or Madam:

Enclosed for filing are the proposed Articles of Organization for Uneek Sports Group, LLC, a Florida limited liability company. Also enclosed is a check in the amount of \$125,000 cover the filing fee.

Sincerely yours,

RUDEN, McCLOSKEY, SMITH,
SCHUSTER & RUSSELL, P.A.


John M. Dart

JMD/jlb
Enclosures

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**ARTICLES OF ORGANIZATION
OF
UNEEK SPORTS GROUP, LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is UNEEK SPORTS GROUP, LLC (the "Company").
2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 6960 Professional Parkway East, Suite 200 Sarasota, Florida 34240.
3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: Kathy Herbst, 6960 Professional Parkway East, Suite 200 Sarasota, Florida 34240.
4. MANAGEMENT. The business of the limited liability company shall be managed by the members, and is, therefore, a member-managed company.

The undersigned has executed these Articles of Organization on the 25 day of October, 2002.

UNEEK SPORTS GROUP, LLC

By: 

LAURENCE WALD

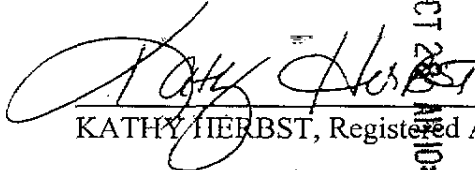
**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: UNEEK SPORTS GROUP, LLC.
2. The name and address of the registered agent and office is:

Kathy Herbst,
6960 Professional Parkway East, Suite 200
Sarasota, Florida 34240.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in its capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


KATHY HERBST, Registered Agent
Dated: October 25, 2002

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