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To:

Division of Corporations

: (850)205-0383 Fax Number

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone : (305)634-3694 Fax Number : (305)633-9696

LIMITED LIABILITY COMPANY

sports world, l.l.c.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

ARTICLES OF ORGANIZATION OF SPORTS WORLD, L.L.C



<u>ARTICLE I</u>

The name of this Limited Liability Company shall be: SPORTS WORLD, L.L.C.

ARTICLE II

The Limited Liability Company shall exist for a period of thirty years.

ARTICLE III

This Limited Liability Company is created for any lawful business purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict herewith.

The members may continue the business of this Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member.

ARTICLE IV

The place of business and mailing address of this Limited Liability Company shall be 2400 West B4Th Street, Hialeah, Florida 33016, and such other place or places as the members from time to time may determine. The initial registered agent of the Limited Liability Company shall be John M. Rodriguez, Esq.

The initial registered office address shall be 7600 West 20th Avenue, Suite 220, Hialeah, Florida 33016.

ARTICLE V

The members of this Limited Liability Company, and their respective membership shares are:

ANTHONY MENDEZ

20%

BRIAN CARR

80%

ARTICLE VI

The Limited Liability Company will be managed by two managers. The initial managers shall be: ANTHONY MENDEZ and BRIAN CARR. Their addresses are:

\$ 13 AMIO: 16

ANTHONY MENDEZ 2400 West 84TH Street Hialeah, Florida 33016

BRIAN CARR 2400 West 84th Street Hialeah, Florida 33016

ARTICLE VII

The Limited Liability Company does hereby indemnify its Managers for any of their conduct on behalf of or related to their duties as Managers of the Limited Liability Company and holds them harmless for any acts on behalf of or in connection with their services for the Company.

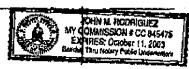
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ANTHONYMENDEZ		
	Total;	
	BRIAN CARR	
STATE OF FLORIDA) -)ss:	
COUNTY OF MIAMI-DADE)	
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	NOTARY PUBLIC, STATE OF FLORIDA Print Name: OHNM. RODRIGUEZ MY COMMESSION # DC 205475 EXPIRES: Globber 11, 2003	
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OTARY PUBLIC, STATE OF FLORIDA

rint Name:



WRITTEN ACCEPTANCE BY AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE REGISTERED OFFICE DESIGNATED IN THE CERTIFICATE SET FORTH ABOVE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER STATE THAT I AM FAMILIAR WITH AND ACCEPT AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND MY POSITION.

JOHN M. RODRIGUEZ, ESQ. AS REGISTERED AGENT FOR SPORTS WORLD, L.L.C.

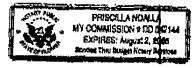
(\$TATE OF FLORIDA) (SS: COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this _____ day of ______.

2003, by JOHN M. RODRIGUEZ, ESQ., who have personally appeared before me, who are personally know to me, and who did take an oath.

NOTARY PUBLIC, STATE OF FLORIDA Print Name: Priscilla Nocilla

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