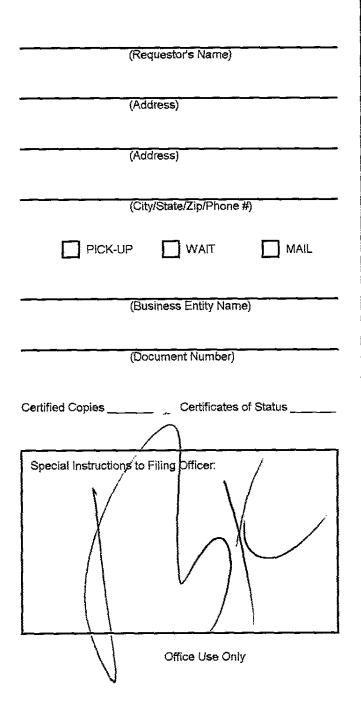
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TO ACKNOWLEDGE SUFFICIENCY OF FILING DEPARTMENT OF STATE CIVISION OF CONFORATION

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ARTICLES OF ORGANIZATION

OF

THE SPORTS ZONE ATHLETIC COMPLEX, LLC

THE UNDERSIGNED, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608 (the "Act"), hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **THE SPORTS ZONE ATHLETIC COMPLEX, LLC** (hereinafter called "Company"). The principal place of business of the Company in Florida shall be in Brevard County.

ARTICLE II - ADDRESS

The mailing address and street address of the Company's principal office are:

Mailing Address:

Street Address:

P.O. Box 542677

Merritt Island, Florida 32954-2677

5334 Judson Road

Merritt Island, Florida 32953

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ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State, and the Company shall exist perpetually unless the Company is dissolved as provided by law or its operating agreement.

ARTICLE IV - PURPOSES AND POWER

The general purpose for which the Company is organized is to: design, construct, own, use, buy, sell, lease, hire, deal in and with articles of property of all kinds, render services of all kinds, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida and principal office is:

Fowler, Brink & Fowler, P.A. 25 McLeod St. Merritt Island, Florida 32953

ARTICLE VI - MANAGEMENT

An operating agreement adopted by the members of the Company may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of all of the members of the Company has made and subscribed these Articles of Organization at Merritt Island, Florida, for the foregoing uses and purpose, on January 31, 2007.

Connie Denaburg, Manager and Member

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me on January 31, 2007, by Connie Denaburg who is ____ personally known to me or ___ has produced the following form of identification: ___ Forida Drivers License___.

Printed Name: Commission No: Commission expires:

Notary Public, State of Florida at Large

CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF *FLORIDA STATUTES*, SECTION 608.415, 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: THE SPORTS ZONE ATHLETIC COMPLEX, LLC
- 2. The name and address of the registered agent and office is:

Fowler, Brink & Fowler, P.A. 25 McLeod St. Merritt Island, Florida 32953

Having been named as registered agent and to accept service of process of 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 this 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 the obligations of my position as registered agent.

FOWLER, BRINK & FOWLER, P.A.

By: Sat Brief	1/31/2007
Bart Brink as its Vice-President	Date