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NEW FILINGS	AMENDMENTS			,
Profit	Amendment			<u>(</u>
NonProfit	Resignation of R.A., Officer/E	Director		H
Limited Liability	Change of Registered Agent		, , , , ,	V
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Annual Report	RECISTRATION/ QUALIFICATION			
Fictitious Name	Foreign			
Name Reservation	Limited Partnership			
	Reinstatement			
	Trademark	,		
CP25031(10/02)	Other	E	tuminer's Initials	

TO:

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT: Sports Properties, L.C.

Enclosed is an original and one (1) copy of the Articles of Organization and Affidavit of Membership and Contributions of Sports Properties, L.C. Also enclosed is a check made payable to the Florida Department of State for \$337.50 for the following applicable filing fees for the articles of organization of a Florida Limited Liability Company:

\$250.00	Filing fee for Articles	of Organia	zation ar	nd Aff	idav.	it
\$35.00	Designation of Regis	tered Agent	t .			
\$52.50	Certified Copy				•	-

FROM:

Thomas W. Lager, Esquire (Registered Agent) 354 Office Plaza
Tallahassee, FL 32301
850-877-0112

ARTICLES OF ORGANIZATION OF SPORTS PROPERTIES, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization:

ARTICLE I-NAME

The name of the limited liability company shall be SPORTS PROPERTIES, L.C. ('Company').

ARTICLE II-ADDRESS

The mailing address and street address of the principal office of the company shall be 14500 N. 46th Street, Tampa, Florida 33613.

ARTICLE III-DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization, its regulations or bylaws.

ARTICLE IV-REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is THOMAS W. LAGER, ESQUIRE, Magnolia Office Center, 354 Office Plaza, Tallahassee, Florida 32301.

ARTICLE V-MANAGEMENT

The Company shall be managed by a manger in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The name and address of the manager of the company is R. Brad Martin, 5810 Shelby Oaks Drive, Memphis, TN 38134.

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ARTICLE VI-ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII-TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy or dissolution of a member or manager or on the occurrence of any other event that terminates the continued membership of a member in the Company unless the business of the Company is continued by the consent of all the remaining member, provided there are at least two remaining members.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 30th day of 5000, 1998.

R. Brad Martin

Applicant, Organizer and Managing Member

STATE OF TENNESSEE

COUNTY OF SHELBY	-		7	ン
The foregoing	instrument was	acknowledged	before me this 30+3 day	13
of <u>June</u> , 1998, by _	R. Brad	Martin	as	
Applicant, Organizer and Ma	_	who is persona) ruh	
	j	Scott Printed Name	Imosåe	
•	1	Mv Commissio	n Expires: 2/23/00	•

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SPORTS PROPERTIES, L.C., deposes and says:

- The above named limited liability company has at least two member 1)
- The total amount of cash contributed by the member(s) is \$1,000 2)
- At this time, the members have not agreed to any property contribution. 3)
- The total amount of cash or property anticipated to be contributed by member(s)

Dated this 30 th day of June, 1998.

R. Brad Martin, Affiant

STATE OF TENNESSEE COUNTY OF SHELBY The foregoing instrument was acknowledged before me this 30⁺¹ da of 500, 1998, by 0.00 and 0.00 as Applicant, Organizer and Managing Member who is personally know to me. NOTARY PUBLIC Scott 500 and 600 are seen the second se

My Commission Expires: 2/23/as

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of
SPORTS PROPERTIES, L.C., as Registered Agent of this limited liability company,
hereby consents to accept service of process for the above stated company at the place
designated in the Articles of Organization and accepts the appointment as Registered
Agent and agrees to act in this capacity. The undersigned further agrees to comply with
the provisions of all statutes relating to the proper and complete performance of his or her
duties and is familiar with and accepts the obligation of the position of Registered Agent.

Registered Agent

Date