

m98000001545

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

Subject: Continental Sports Management, LLC
(Name of limited liability company)

Dear Sir or Madam:

700002712697--1
-12/15/98--01042--002
****337.50 ****337.50

The enclosed "Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida", "Certificate of Existence", "Certificate of Designation of Registered Agent", and check are submitted to register the above referenced limited liability company.

Please return all correspondence concerning this matter to the following:

Stephen M. Sadowski
(Name of Person)

Bischoff, Kenney & Niehaus
(Firm/Company)

5630 N. Main Street
(Address)

Sylvania, OH 43560
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Stephen M. Sadowski at (419) 882-0594
(Name of Person) (Area Code & Tele. No.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STREET ADDRESS:
Registration Section
Division of Corporations
Document 409 E. Gaines St.
Examiner Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Updater Enclosed is a check for the following amount:

Updater- *\$337.50 Filing Fee, Designation of Registered Agent Fee and Certified Copy Fee
Verifier:

Acknowledged 1

W. P. Verifier

m98000001545

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Continental Sports Management, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Ohio
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 3434-1851370
(FEI number, if applicable)
4. December 1, 1997
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Estimated December 15, 1998
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5580 Monroe Street, Suite 100
Sylvania, Ohio 43560
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Shep Messing</u>	<u>MGRM</u>	<u>Robert L. Franklin</u>	<u>MGRM</u>
<u>6 Copperfield Lane</u>		<u>2401 Pennsylvania Ave., N.W.</u>	
<u>Old Westbury, NY 11568</u>		<u>Washington, D.C. 20037</u>	
<u>William C. Davis</u>	<u>MGRM</u>		
<u>5580 Monroe Street</u>			
<u>Sylvania, OH 43560</u>			

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Continental

Sports Management, LLC certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 3,000.00 ;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 ;

(A description of the property is attached and made a part hereto.)

and

4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 703,000.00

(This total includes amounts from 2 and 3 above.)

William C. Davis

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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TALLAHASSEE, FLORIDA

William C. Davis, Member

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Continental Sports Management, LLC

2. The name and the Florida street address of the registered agent and office are:

Robert Clifford
(Name)

One North Ocean Blvd.
Florida street address (P.O. Box NOT ACCEPTABLE)

Boca Raton FL 33432
City/State/Zip

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TALLAHASSEE, FLORIDA

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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 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 and accept the obligations of my position as registered agent.

Robert E Clifford
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

}

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show CONTINENTAL SPORTS MANAGEMENT, LLC, an Ohio Limited Liability Company, Registration No. 998162, was organized within the State of Ohio on December 1, 1997 and is currently in FULL FORCE AND EFFECT upon the records of this office.



WITNESS my hand and official

seal at Columbus, Ohio on

November 25, 1998

Bob Taft

Bob Taft
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA