

STEVEN R. TUBBS
2300 GLADES ROAD
SUITE 415 EAST
BOCA RATON, FL 33431
OFFICE TELEPHONE: (561) 361-0330

FILED
00 AUG -7 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N00000005252

August 4, 2000

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

600003347996--9
-08/07/00--01127--022
*****78.75 *****78.75

RE: BOCA BOBCATS TRAVEL BASEBALL, INC.

Dear Madam/Sir:

Enclosed please find an original and one (1) copy of Articles of Incorporation and a check in the amount of \$78.75 made payable to Florida Department of State in connection with the formation of the above-referenced corporation pursuant to Chapter 607 of the Florida Statutes.

Please return a certified copy in the enclosed Federal Express package.

Sincerely,



Steven R. Tubbs
Incorporator

8-10
WC

**ARTICLES OF INCORPORATION
OF
BOCA BOBCATS TRAVEL BASEBALL, INC.**

I, the undersigned, do hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of establishing a not for profit corporation, under the provisions of Chapter 617, Laws of Florida and section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE I

The name of this corporation will be Boca Bobcats Travel Baseball, Inc.

ARTICLE II

The principal place of business and mailing address of the corporation is 2300 Glades Road, Suite 415E, Boca Raton, Florida, 33431.

ARTICLE III

The objective of the Corporation shall be to implant firmly in the children of the community the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority through organized baseball programs, so that they may be well adjusted, stronger and happier children and will grow to be good, decent, healthy and trustworthy citizens.

The Corporation shall strive to provide baseball programs that address the needs children at varying athletic skill levels in order to best achieve the above objective.

Said Corporation is organized exclusively for charitable, educational and scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

The Corporation is to have perpetual existence.

ARTICLE IV

The manner in which the Board of Directors are to be elected or appointed shall be stated in the By-Laws.

FILED
00 AUG -7 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FL 32391

ARTICLE V

No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing of distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE VI

The name of the registered agent is Steven R. Tubbs and the street address is 2300 Glades Road, Suite 415 East, Boca Raton, Florida, 33431.

ARTICLE VII

Upon dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

ARTICLE VIII

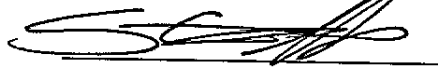
The By-Laws of the Corporation are to be made, altered or rescinded by members of the Board of Directors.

ARTICLE IX

Amendments to the Articles of Incorporation may be proposed by an member of the Board of Directors and adopted by a majority vote of the Board of Directors present at a meeting called for that purpose.

IN WITNESS THEREOF, I, the undersigned, have made and subscribed these revised Articles of Incorporation for the uses and purposes aforesaid.

I accept designation as Registered Agent.

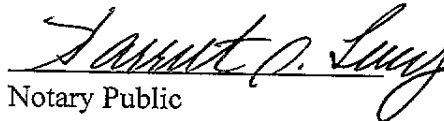


STEVEN R. TUBBS/Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

I CERTIFY that on this date before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared Steven R. Tubbs, known to me to be the person described in, and who executed the foregoing instrument, and that the same person acknowledged before me, the execution of these revised Articles of Incorporation.

EXECUTED and sealed by me in Boca Raton, Florida on this 4th day of August, 2000.



Notary Public

My commission expires:



Harriet S. Levy
MY COMMISSION # CC665208 EXPIRES
November 4, 2001
BONDED THRU TROY FAIN INSURANCE, INC.