

No 1000001128

Charter Number Only

VALIDATION ONLY

Requestor's Name
633 NE 167 St, #501
Address
miami, FL 33162
City State ZIP Phone

(305) 653-3800

900003673849--1
-02/12/01--01014--018
*****78.75 *****78.75

CORPORATION(S) NAME

Pittsburgh Pro Basketball Inc. (PPBT)

RECEIVED
01 FEB 12 AM 9:14
DIVISION OF CORPORATION

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out |
| <input checked="" type="checkbox"/> Walk In | <input checked="" type="checkbox"/> Pick Up | |



Empire Toll Free: 1-800-432-3028

FILED
01 FEB 16 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Name	
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Updater	
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W.P. Verifier	

Certified Copy

WOT-327
214 2/14/01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 12, 2001

EMPIRE

SUBJECT: PITTSBURGH PRO BASKETBALL INC.
Ref. Number: W01000003272

We have received your document for PITTSBURGH PRO BASKETBALL INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 901A00008615

RECEIVED
01 FEB 16 AM 8:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
PITTSBURGH PRO BASKETBALL INC.
A FLORIDA CORPORATION**

FILED
01 FEB 16 PM 12:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, the incorporator of a Florida profit-making corporation, hereby files and adopts the following Articles of Incorporation pursuant to Florida Statutes:

ARTICLE I: The name of the corporation shall be Pittsburgh Pro Basketball Inc.

ARTICLE II: The duration and term of the Corporation shall be perpetual and shall commence at the time of filing of Articles of Incorporation with the Department of State.

ARTICLE III: The Corporation will try to acquire a Pittsburgh National Basketball Association expansion franchise. Assuming PPBI acquires a Pittsburgh National Basketball Association expansion franchise, PPBI will own, manage, direct and control all aspects of the operations of the franchise.

ARTICLE IV: The Corporation shall have the power to issue fifty million (50,000,000) shares of common stock at a par value of (.00001) per share.

ARTICLE V: The corporation effective start date shall be February 10, 2001.

ARTICLE VI: The initial registered agent shall be Michael Levine and the initial principal office of the corporation shall be at 633 N.E. 167th Street, Suite 501, North Miami Beach, Florida, 33162

ARTICLE VII: The Corporation shall have one (1) Director initially. The number may be increased from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Michael Levine

633 N.E. 167th Street, Suite 501

North Miami Beach, FL 33162

(305) 653-3800

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE AND NAME OF AGENT
UPON WHOM SUCH PROCESS MAY BE SERVED**

PURSUANT TO chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST: Pittsburgh Pro Basketball Inc., desiring to organize under the laws of the State of Florida with its principal office at 633 N.E. 167th Street, Suite 501, North Miami Beach, Fl 33162, as indicated in the Articles of Incorporation, has named the individual at the below address as its agent to accept service of process within this State:

Michael Levine

633 N.E. 167th Street, Suite 501

North Miami Beach, Fl 33162

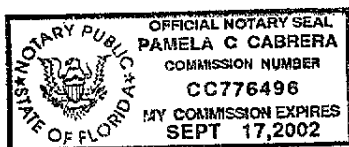
(305) 653-3800


ACKNOWLEDGEMENT: Having been named at this time to accept service of process for the above State Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.


Michael Levine
Registered agent

SWORN TO and SUBSCRIBED before me this 8 day of February,

2001




NOTARY PUBLIC, State of Florida

My commission expires:

ARTICLE VIII: The name and address of the person signing these articles of
Incorporation is:

Michael Levine
633 N.E. 167th Street, Suite 501
North Miami Beach, FL 33162
(305) 653-3800

IN WITNESS WHEREOF, the undersigned incorporator has subscribed and
executed these articles of Incorporation this 8 day of FEBRUARY, 2001.

Michael Levine
Michael Levine, President

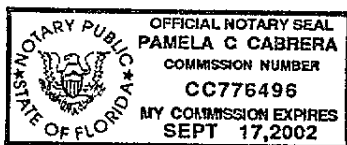
State of Florida

ss:

County of Dade:

BEFORE ME, the undersigned authority, personally appeared Michael Levine,
personally known to me, who executed the forgoing Articles of Incorporation in my
presence.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of
February, 2001.



Pamela C. Cabrera
NOTARY PUBLIC, State of Florida

FILED
01 FEB 16 PM 12:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

My commission expires: