

Law Offices of
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WILLIAM B. COLLINS

GARY S. WICHROWSKI

NO 1000008576

December 3, 2001

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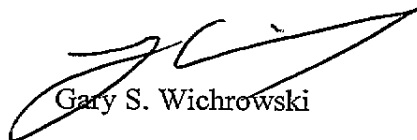
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: A.P.K. BASEBALL, INC.

Dear Sirs:

Please find enclosed the original Articles of Incorporation and filing fees under check #4764 on the operating account of my firm for the above-listed corporation. I have included with the fees enough funds for a certified copy of the articles that I would ask that you mail back to me in the enclosed self-addressed stamped envelope. Thank you.

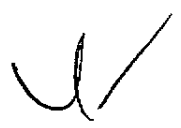
Sincerely,


Gary S. Wichrowski

GSW/lh
Enclosure

FILED
01 DEC -6 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
A.P.K. BASEBALL, INC.**

**ARTICLE I
Corporate Name**

The name of the corporation shall be: A.P.K. BASEBALL, INC.

**ARTICLE II
Corporate Existence and Duration**

The corporate existence of A.P.K. BASEBALL, INC. shall commence upon the date of the subscription and acknowledgment of these Articles of Incorporation pursuant to Florida Statute 617. The period of its duration is perpetual.

**ARTICLE III
General and Specific Purposes**

This is a nonprofit corporation, organized for the promotion of athletic, charitable, educational, civic, and social purposes, and any other lawful purpose that is not for profit which qualify as such under the Florida Not For Profit Corporation Act (F.S. 617), and as an exempt organization under Section 501(c) 3 of the Internal Revenue Code or any subsequent federal tax law, covering distributions to organizations qualified as tax exempt under the Internal Revenue Code.

**ARTICLE IV
Principal Office
and
Corporate Address**

The principal office address of this Corporation and the mailing address are 1862 Eagles Point, Apopka, FL 32712.

**ARTICLE V
Election and Appointment of Directors**

The election and appointment of Directors of the Corporation shall be in accordance with the Bylaws of the Corporation and consistent with the requirement of the Florida Not For Profit Corporation Act.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
Registered Agent

The name of the initial registered agent at such address is Gary S. Wichrowski, and the initial street address in Florida of the initial registered agent of the corporation is 1862 Eagles Point, Apopka, FL 32712.

ARTICLE VII
Initial Directors and Officers

The names and addresses of the initial Directors and Officers of the Corporation are as follows:

Gary Wichrowski, President/Director
1862 Eagles Point
Apopka, FL 32712

Mark Hobson, Treasurer/Director
2411 Carol Woods Way
Apopka, FL 32712

Rodney Lee Brewer, Secretary/Director
1063 East Sandpiper
Apopka, FL 32704

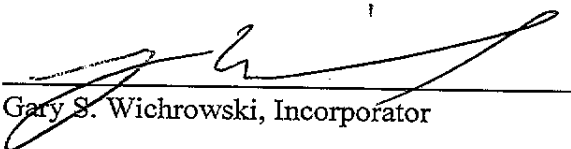
ARTICLE VIII
Incorporators

The name and address of the initial incorporator of A.P.K. BASEBALL, INC. is as follows:

Gary S. Wichrowski
1862 Eagles Point
Apopka, FL 32712

IN WITNESS WHEREOF, the undersigned being the incorporator and registered agent hereinabove named, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business within and without the State of Florida and who has made and subscribed of these Articles of Incorporation, declaring and certifying that the facts stated

herein are true and that I am familiar with and accept the duties and responsibilities as registered agent for the Corporation and hereby subscribe thereto on the 3rd day of December, 2001.


Gary S. Wichrowski, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of December, 2001 by Gary S. Wichrowski X who is personally known to me _____ who has produced a driver's license as identification and who did take an oath.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


NOTARY PUBLIC

Printed Name: Lucille K. Hall

My Commission Expires:



Lucille K Hall
My Commission CC943013
Expires July 17, 2004