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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA NON-PROFIT CORPORATION

nothin' but net basketball skills camp inc.



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ARTICLES OF INCORPORATION

OF

NOTHIN' BUT NET BASKETBALL SKILLS CAMP INC.

The undersigned incorporator(s), for the purpose of forming a Not for Profit Corporation under Chapter 617 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be: NOTHIN' BUT NET BASKETBALL SKILLS CAMP INC.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be: 12570 SW 151 STREET #131, MIAMI, FL 33186.

ARTICLE III

The specific purpose for which the corporation is organized: YOUTH CAMP SERVICES.

ARTICLE IV

The manner in which the directors are elected or appointed shall be stated in the bylaws.

ARTICLE V

The name and street address of the initial registered agent shall be: MARILYN STEPHENS-FRANKLYN, 12570 SW 151 STREET #131, MIAMI, FL 33186.

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ARTICLE VI

The name and address of the officers shall be:

PRESIDENT

MARILYN STEPHENS-FRANKLYN

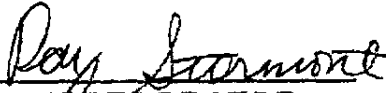
12570 SW 151 STREET #131
MIAMI, FL 33186

ARTICLE VII

The name and street address of the incorporator of these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.
2444 N.W. 7TH PLACE
MIAMI, FL 33127

The undersigned incorporator has executed these Articles of Incorporation
this 15th Day of July, 2004.

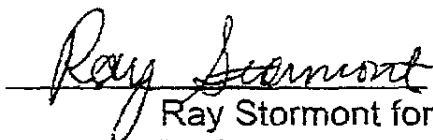

INCORPORATOR
Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

ASSIGNMENT BY SOLE INCORPORATOR AND SOLE SUBSCRIBER
TO

NOTHIN' BUT NET BASKETBALL SKILLS CAMP INC.

Empire Corporate Kit of America, Inc., Sole incorporator and sole subscriber, for value received, hereby assigns any and all rights it may have as such incorporator and subscriber to the following:

MARILYN STEPHENS-FRANKLYN


Ray Stormont for

Empire Corporate Kit of America, Inc.

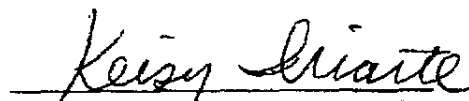
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STATE OF FLORIDA:

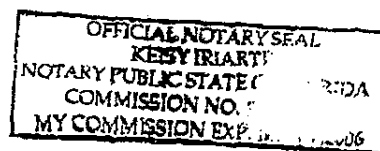
COUNTY OF MIAMI-DADE:

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Ray Stormont known to me and known by me to be the person who executed the foregoing assignment, and he acknowledged before me that he executed this assignment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 21ST day of JULY, 2004.


Notary Public
State of Florida at large

My Commission expires:



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

Nothing But Net BASKETBALL Skills CAMP
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

x Marilyn Stephens-Franklyn
REGISTERED AGENT

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