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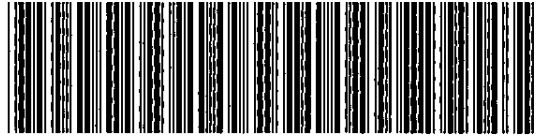
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

bm 2/12/08

FEB 5, 2008

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

Re: Three M's Sports, Inc., a Florida not for profit corporation

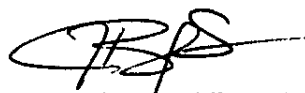
Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for Three M's Sports, Inc., a Florida not for profit corporation. In addition, enclosed is a check in the amount of \$78.75 representing the filing fee of \$35.00, the registered agent designation fee of \$35.00 and \$8.75 for the certified copy charge. Please return a certified copy to me at your earliest convenience at the undersigned address:

Joseph P. Boldiga, IV
2050 Heidelberg Avenue
Dunedin, Florida 34698

If you have any questions I can be reached at (727) 366-2049. Thank you.

Sincerely,


Joseph P. Boldiga, IV

ARTICLES OF INCORPORATION

OF

THREE M'S SPORTS, INC.,

A Florida Not For Profit Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
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The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be Three M's Sports, Inc. (the "Corporation").

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be as follows:

2050 Heidelberg Avenue
Dunedin, Florida 34698

ARTICLE III

PURPOSES AND POWERS

Section 3.1 The Corporation shall be organized and operated exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Code"). The Corporation shall have no power to act in a manner that is not exclusively within the contemplation of Section 501(c)(3) of the Code, and the Corporation shall not engage directly or indirectly in any activity that would prevent it from qualifying, and continue to qualify, as a Corporation described in Section 501(c)(3) of the Code. This Corporation shall not discriminate on the basis of, and shall operate without regard to, race, creed, color, gender, age or national origin. Without limiting the generality of the foregoing, the Corporation's specific purposes shall include the formation and operation of not for profit youth sports organizations and activities, including those operating in the State of Florida under the registered fictitious name of Tampa Bay Titans.

Section 3.2 Without limiting the generality of the foregoing, the Corporation shall be operated consistent with the following:

(a) The Corporation will not be operated for pecuniary gain or profit, incidental or otherwise, of any private individual. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers or other private individuals, except to the extent permitted by Florida statutes and except that the Corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth herein.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office in violation of any provisions applicable to the corporations exempt from taxation under Section 501(a) as organizations described in Section 501(c)(3) of the Code and the regulations promulgated thereunder as they now exist or as they may be hereafter amended.

(c) Notwithstanding any other provisions of this Certificate of Incorporation, the Corporation shall not carry on any activity not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3.3 To carry out its purposes the Corporation shall have the following powers:

(i) to take all such actions as are necessary or appropriate to facilitate the organization and operation of youth sports organizations in the greater Tampa Bay area of the State of Florida;

(ii) to solicit, raise, and receive funds for the purpose of carrying out the purposes of the Corporation;

(iii) to purchase, own, hold, build up, rent, or lease property, both real and personal; to acquire by gift, devise, bequest or otherwise, property of any kind and character; to mortgage, or otherwise dispose of, or encumber, any of such property; to contract and sue, and be sued in its corporate name; to have a corporate seal; and to have any and all statutory and common law powers of a nonprofit corporation; and

(iv) in general, to do any and all things as may be necessary or proper, to carry out the purposes for which this Corporation is formed.

Section 3.4 In order to carry out its purposes, the Corporation shall have all the powers set out in the Florida Not For Profit Corporation Act, as now in effect or as

subsequently amended (the "Act"), except as limited by these Articles of Incorporation and Bylaws of the Corporation.

ARTICLE IV

MEMBERS

The Corporation shall not have Members.

ARTICLE V

BOARD OF DIRECTORS

The manner in which the directors are elected or appointed shall be as set forth in the Bylaws of the Corporation. The number of Directors of the Corporation shall never be less than three (3) in number and the initial Directors of the Corporation shall be as follows:

Joseph P. Boldiga, IV
2050 Heidelberg Avenue
Dunedin, FL 34698

Lara S. Connolly
2050 Heidelberg Avenue
Dunedin, FL 34698

Jeanne Murray
3 Port Way
Mattapoisett, MA 02739

ARTICLE VI

OFFICERS

The business and affairs of the Corporation shall be managed by a President, Secretary and Treasurer and such other officers as may from time to time be appointed from time to time in accordance with the Corporation's Bylaws. The names of the Officers and the offices they shall hold until the first election shall be:

Joseph P. Boldiga, IV
2050 Heidelberg Avenue
Dunedin, FL 34698

President

Lara S. Connolly
2050 Heidelberg Avenue
Dunedin, FL 34698

Secretary/Treasurer

ARTICLE VII

REGISTERED AGENT

The name and Florida street address of the registered agent is:

Joseph P. Boldiga, IV
2050 Heidelberg Avenue
Dunedin, FL 34698

ARTICLE VIII

INCORPORATOR

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

Joseph P. Boldiga, IV
2050 Heidelberg Avenue
Dunedin, FL 34698

ARTICLE IX

DISSOLUTION AND DISTRIBUTION OF ASSETS

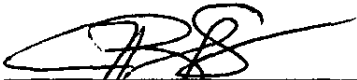
Upon the dissolution and final liquidation of the Corporation and after the payment and discharge of all liabilities and obligations and compliance with all other legal requirements, the net assets of the Corporation shall be distributed pursuant to a plan of distribution of assets approved by the Board of Directors to one or more organizations then qualifying under Section 501(c)(3) of the Code (or the corresponding provisions of any future federal tax code) to be used for one or more qualifying charitable purposes. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes.

ARTICLE X

AMENDMENTS

These Articles of Incorporation and Bylaws of the Corporation shall be amended only by action taken by the Board of Directors in accordance with the Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5TH day of FEBRUARY, 2008.

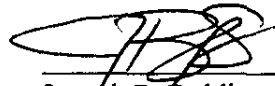


Joseph P. Bordin, IV
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 5TH day of FEBRUARY, 2008



Joseph P. Boldiga, IV
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA