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ROBERT N. LERNER, ESQUIRE
Post Office Box 150176
Altamonte Springs, Florida 32715
(407) 767-0099

TRANSMITTAL LETTER

January 10, 1996

RE: THE ALTAMONTE BASKETBALL ACADEMY, INC.

TO: Loria Poole
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Fla. 32399

500001697885
-01/25/96--01020--009
*****70.00 *****70.00


DOCUMENTS ENCLOSED:

Articles of Incorporation
Check for \$ 70.00

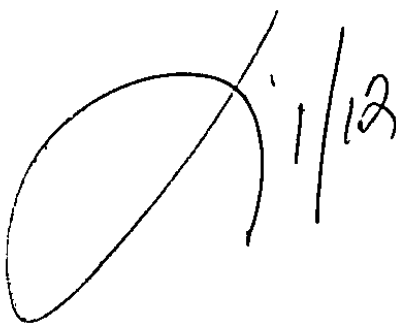
INSTRUCTIONS:

Please file, a certified copy of articles is not necessary.
Thank you.

Respectfully submitted,


Robert N. Lerner, Esquire
RNL/ch

enc: Articles w/check



FILED
96 JAN 11 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 JUN 11 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR

THE ALTAMONTE BASKETBALL ACADEMY, INC.

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

THE ALTAMONTE BASKETBALL ACADEMY, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be:

620 JASMINE ROAD, ALTAMONTE SPRINGS, FL 32701

ARTICLE III - PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are):

1. Teach, train and educate and improve life skills of the youth through basketball.
2. Educate adults on all aspects of basketball including teaching, coaching and officiating.
3. Promote basketball activities including tournaments, clinics and leagues, etc.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

Directors will be appointed by the incorporator in

consultation of community the first year. The Corporation will adopt By-Laws to address the issue after the first year.

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless limited as follows:

Not at Incorporation

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

ROBERT N. LERNER
620 JASMINE ROAD, ALTAMONTE SPRINGS, FL 32701

ARTICLE VII - INCORPORATOR

The name(s) and street address of the incorporator for these Articles of Incorporation is:

ROBERT N. LERNER
620 JASMINE ROAD, ALTAMONTE SPRINGS, FL 32701

BARRY MESTEL
136 EASTERN FORK, LONGWOOD, FL 32750

The undersigned incorporator has executed these Articles of Incorporation this 10th day of January, 1996.

Signature of the Incorporators



Robert N. Lerner
Typed name of Incorporator



Barry Mestel
Typed name of Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is:

THE ALTAMONTE BASKETBALL ACADEMY

2. The name and address of the registered agent and office is:

ROBERT N. LERNER
620 JASMINE ROAD, ALTAMONTE SPRINGS, FL 32701

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

SIGNATURE: *RL*

DATE: 1-10-96

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA