

The Sports Ethics Institute

15310 Amberly Drive - Suite 250-36
Tampa, FL 33647-1632
813. 975. 1992
Fax. 975. 9792

n99000007441

December 15, 1999

Ms. Angela Howell
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

10000304421--9
-11/15/99--01116--011
*****78.75 *****78.75

Dear Ms Howell:

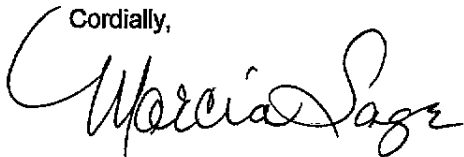
Articles of Incorporation for The Sports Ethics Institute Inc. were submitted for filing originally by attorney Veronica E. Donnelly of the law firm of Green, Donnelly & Schermer. According to Division of Corporations' website this filing was rejected on November 17th.

The enclosed executed copies of our revised Articles are intended to replace the rejected ones.

Please file one and certify and return the other to me. A self-addressed, pre-stamped envelope is provided for your use.

If you have any questions, please call me collect at 813. 975. 1992. Thank you.

Cordially,



Marcia Sage
Incorporator and Registered Agent

FILED
1999 NOV 15 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 17, 1999

VERONICA E. DONNELLY
102 WEST WHITING STREET
SUITE 201
TAMPA, FL 33602

SUBJECT: THE SPORTS ETHICS INSTITUTE
Ref. Number: W99000026417

We have received your document for THE SPORTS ETHICS INSTITUTE and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

The articles of incorporation of a nonprofit corporation must be prepared in compliance with section 617.0202, Florida Statutes. Please refer to that section of the law for assistance.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6925.

Angela Howell
Document Specialist

Letter Number: 299A00055120

Articles of Incorporation

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

Article I: Name

The name of the corporation is The Sports Ethics Institute Inc.

Article II: Principal Office

The principal place of business and mailing address of this corporation is:

15310 Amberly Drive, Suite 250-36, Tampa, FL 33647-1632.

Article III: Purposes

The specific purposes for which the corporation is organized are to educate athletes and others about sports ethics, to encourage and facilitate examination of the ethical issues in sports; and to promote the collection and exchange of information about sports ethics.

Article IV: Manner of Election of Directors

The manner in which the directors are elected or appointed is as stated in the bylaws.

Article V: Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:


Marcia Sage
15310 Amberly Drive, Suite 250-36
Tampa, FL 33642-1632.

Article VI: Incorporator

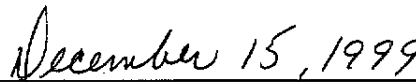
The name and address of the Incorporator to these Articles of Incorporation are:

Marcia Sage, JD, LLM
15310 Amberly Drive, Suite 250-36
Tampa, FL 33642-1632.

FILED
1999 NOV 15 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Signature/Incorporator

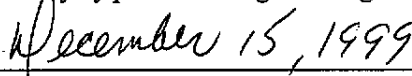


Date

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/Registered Agent



Date