POO PARAMETRICETYE 796

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

SUBJECT:

Real Pro Player, Inc

(Proposed corporate name - must include suffix)

400003110174--0 -01/25/00--01067--004 *****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00

\$78.75

Filing Fee

Filing Fee

& Certificate of Status

\$78.75

\$87.50

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

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Norman Anderson

Name (Printed or typed)

7634 Wexford Club Drive, East

Address

Jacksonville, Florida 32256

City, State & Zip

(904) 403-9391

Daytime Telephone number

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NOTE: Please provide the original and one copy of the articles.

LW/25

Articles of Incorporation

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REAL PRO PLAYER, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be: REAL PRO PLAYER, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 7634 Wexford Club Drive, East, Jacksonville, Florida 32256.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares, class and par value of each share which this corporation is authorized to have outstanding at any time are as follows:

CLASS	NUMBER OF SHARES	-	PAR VALUE
Common Preferred	100,000	· •	\$1.00 \$25.00

ARTICLE IV. PURPOSE

The purpose for which this corporation is organized is to engage in all lawful business activity permitted under the laws of the United States of America and the State of Florida.

ARTICLE V. DURATION

The period of duration of the corporation shall be perpetual.

ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered agent is 7634 Wexford Club Drive, East, Jacksonville, Florida 32256, and the name of the initial registered agent of the corporation at that address shall be Norman Anderson.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are: Norman Anderson, 7634 Wexford Club Drive, East, Jacksonville, Florida 32256.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors. The number of directors shall be established in the By-Laws, as amended from time to time.

IN WITNESS WHEREOF the undersigned has made and subscribed to these Articles of Incorporation, at Jacksonville, Florida, on this 20 day of January, 2000.

NORMAN ANDERSON

Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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 performances of my duties, and I am familiar with and accept the obligations of my position as registered agent.

NORMAN ANDERSON

Registered Agent

January 20, 2000 Date

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