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Board Certified Civil Trial Lawyer Board Certified in Business Litigation Certified State & Federal Mediator Certified Arbitrator with AAA Admitted in FL, CO, IL, & PA

AARON D. LYONS

Admitted in FL & PA

FILED

00 JAN 24 AM 9: 54

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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DANIEL S. LIEBOWITZ GEORGE A. WILTSHIRE

January 21, 2000

Secretary of State **DIVISION OF CORPORATIONS** Post Office Box 6327 Tallahassee, Florida 32314

-01/24/00--01117--006 *****78.75 *****78.75

ARTICLES OF INCORPORATION FOR SPACE COAST BLAST, INC. RE:

Gentlemen:

Enclosed please find for filing the Articles of Incorporation, pursuant to Florida Statutes, Chapter 607, accompanied with the Designation of Registered Agent, on behalf of Space Coast Blast, Inc.

I have also enclosed herein my firm's check in the amount of \$78.75 (\$35.00 filing fees; \$35.00 registered agent designation; \$8.75 certified copy). Please furnish me with a Certificate of Incorporation for my records.

Thank you for your assistance in this matter. In the meantime, should you have any questions, please feel free to call me.

Yours very truly,

AARON D. LYONS

Enclosure

PH 1/31/2000

ARTICLES OF INCORPORATION OF SPACE COAST BLAST, INC.

00 JAN 24 AM 9: 54

The undersigned, acting as Incorporator pursuant to Chapter 607 of the Florida Statutes, FLORIDA adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is SPACE COAST BLAST, INC.

ARTICLE II DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the Department of State.

ARTICLE III NATURE

The general nature of the business to be transacted by this corporation is to engage in sports entertainment and any other business activity as permitted under the laws of the United States and the State of Florida.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock, all of one class, at a par value of \$1.00.

ARTICLE V PREEMPTIVE RIGHTS

- A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his or her shares unless and until he or she shall have offered to sell his shares to the other shareholders at a fair and reasonable price.
- B. All additional shares of common stock issued by the corporation shall be subject to the same restrictions regarding transferability as the initial stock.
- C. The holders of common shares shall be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1963 Guava Avenue, Melbourne, FL 32935 and the name and address of the initial registered agent of this corporation is Douglas C. Vander Poest, 1963 Guava Avenue, Melbourne, FL 32935.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have directors as identified in the by-laws, the number of which may either be increased or diminished from time to time by the by-laws but shall never be less than one (1).

ARTICLE VIII INCORPORATOR

The name and address of the person signing these Articles is:

Douglas C. Vander Poest 1963 Guava Avenue Melbourne, FL 32935

ARTICLE IX BY-LAWS

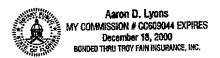
The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders

Douglas . Vander Poest

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Douglas C. Vander Poest, to me known to be described as Subscriber in and whom executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the State and County last aforesaid, this 2/3 day of ________, 2000.



NOTARY PUBLIC

State of FL at Large

My Commission expires:

DESIGNATION OF REGISTERED AGENT

I HEREBY ACCEPT the designation, duties and responsibilities as REGISTERED AGENT of SPACE COAST BLAST, INC., and agree to comply with the provisions of Florida Statutes.

Douglas £. Vander Poest

STATE OF FLORIDA COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Douglas C. Vander Poest, to me known to be described as REGISTERED AGENT for SPACE COAST BLAST, INC., and who executed the foregoing designation as REGISTERED AGENT, and acknowledged before me that he subscribed to such designation as REGISTERED AGENT.

WITNESS my hand and official seal in the County and State named above, this



State of at Large

My Commission expires: