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TRANSMITTAL LETTER

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Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Subject: UNO Soccer, Inc.

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

\$87.50 Filing Fee, Certificate of Status and Certified Copy

From:

Michael R. Calcaterra, Registered Agent
626 SE 10th Avenue
Cape Coral, FL 33990

(941) 418-0047

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -6 PM 2:55

f 3/10/00

ARTICLES OF INCORPORATION

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:

UNO SOCCER, INC.

ARTICLE II PRINCIPAL OFFICE

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

1017-F SE 12th Avenue
Cape Coral, Florida 33990

ARTICLE III STATED CAPITAL-CLASSES OF STOCK

The corporation is authorized to issue 150,000 shares of common stock at \$50.00 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Michael R. Calcaterra
626 SE 10th Avenue
Cape Coral, FL 33990

ARTICLE V INCORPORATOR

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

Michael Calcaterra
626 SE 10th Avenue
Cape Coral, Florida 33990

ARTICLE VI BOARD OF DIRECTORS

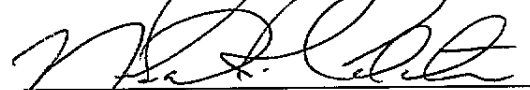
Michael R. Calcaterra President and Secretary
Robert Weber Vice President and Treasurer

ARTICLE VII BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE VII AMENDMENT

The Articles of Incorporation may be amended at any time pursuant to the requirements of Florida Statutes, at any regular meeting or at a special meeting called for that purpose, of the Board of Directors.

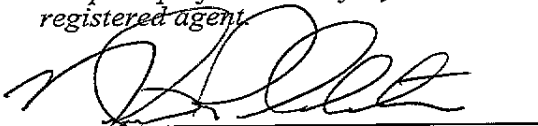


Signature/Incorporator

3-3-00

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

3-3-00

Date

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