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LAW OFFICES  
GERALD J.M. LINDOR, P.A.

PARKWAY PROFESSIONAL BUILDING  
6151 Miramar Parkway, Suite 206  
Miramar, Florida 33023

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TRANSMITTAL LETTER

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

SUBJECT: FIRST CAPITAL VENTURES INC.

Enclosed please find an original and one (1) copy of the Articles of Incorporation and Acceptance by Designation for the above corporation and a draft in the amount of \$122.50 to cover the associated fees.

FROM: Gerald J.M. Lindor  
6151 Miramar Pkwy, Suite 206  
Miramar, Fl 33023  
(954) 962-6326

FILED  
00 MAR 23 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FIRST CAPITAL VENTURES INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of corporation:

ARTICLE I NAME AND ADDRESS

The name of the Corporation is : FIRST CAPITAL VENTURES INC.  
The principal office is: 6151 Miramar Parkway, Suite 206, Miramar, Florida 33023.

ARTICLE II -DURATION

The duration of the Corporation is perpetual

ARTICLE III- PURPOSE

The general purposes for which the Corporation is Organized are the following:

A. To engage in and transact any lawful business for which Corporations may be Incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To own and operate a professional/entertainment sports team and all matters related thereto.

ARTICLE IV - SHARES

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Office of the Corporation is 6151 Miramar Parkway, Suite 206, Miramar, Florida 33023 and the name of its Initial agent at that address is Gerald Lindor.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is 3. The number of Directors may be increased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the corporation is as follows:

Carl Craig                      15731 S.W. 147th Court  
Miami, Florida 33187

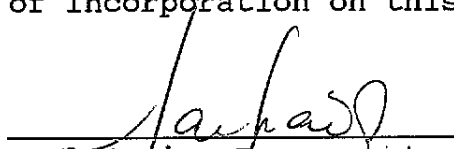
Patrice Backer                4005 Turquoise Trail  
Weston, Florida 33331

Gerald Lindor                950 Coral Ridge Dr  
Coral Springs, Florida 33371

ARTICLE VII-AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have read these Articles of Incorporation on this 20<sup>th</sup> day of March, 2000.

  
\_\_\_\_\_  
Carl Craig, Incorporator  
6151 Miramar Parkway, Suite 206  
Miramar, Florida 33023

STATE OF FLORIDA    )  
COUNTY OF BROWARD )

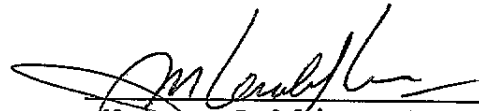
BEFORE me personally appeared Carl Craig, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 20<sup>th</sup> day of March, 2000.



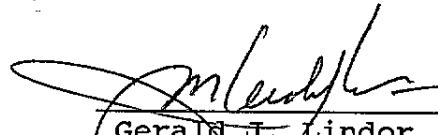
Gerald J. Lindor  
My Commission CC780121  
Expires November 15, 2002

My Commission Expires:

  
Notary Public, State  
of Florida at Large

#### ACCEPTANCE BY DESIGNATION

The undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby 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.

  
Gerald J. Lindor  
Date: March 20<sup>th</sup>, 2000

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