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**Mattlin & McClosky**

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FILED  
00 MAY -9 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 8, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Florida Department of State  
Division of Corporations  
Attn: New Filings  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation  
Sports Group One, Inc.

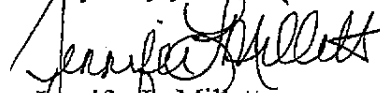
Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced entity. Kindly file same.

I have enclosed a check in the amount of \$78.75 to cover the fee for filing this document. A self-addressed stamped envelope is enclosed for the return of the certified, stamped copy.

If you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,

  
Jennifer L. Millett  
Paralegal

JLM/ph  
Enclosures

HALIBRARY\96149001\LETTERS\SOS-SGO

5-12  
2000

**ARTICLES OF INCORPORATION  
FOR  
SPORTS GROUP ONE, INC.**

The undersigned, for the purpose of forming a Florida professional corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the professional corporation shall be:

Sport Group One, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

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

51 Lariat Circle  
Boca Raton, Florida 33487

**ARTICLE III. CAPITAL STOCK**

The number of shares of stock that this professional corporation is authorized to have outstanding at one time is:

20,000,000 Shares Of Common Stock.

**ARTICLE IV. REGISTERED AGENT**

The name and address of the initial registered agent is:

Steven G. Schwartz, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East  
Boca Raton, Florida 33431

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**ARTICLE V. TERM OF EXISTENCE**

This professional corporation is to exist perpetually.

**ARTICLE VI. INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is:

Steven G. Schwartz, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East  
Boca Raton, Florida 33431

**ARTICLE VII. DIRECTORS**

All corporate powers shall be executed by or under the authority of, and the business and affairs of the professional corporation shall be managed by, the Board of Directors. This professional corporation shall have two (2) directors, initially. The names and addresses of the initial members of the Board of Directors are:

**Chairman of the Board**  
Sam Halim  
51 Lariat Circle  
Boca Raton, Florida 33487

**Member of the Board**  
William Provost  
51 Lariat Circle  
Boca Raton, Florida 33487

### **ARTICLE VIII. OFFICERS**

This professional corporation shall have two (2) officers, initially. The names, addresses and positions of the initial officers are:

**President**

Mike Reinhardt  
51 Lariat Circle  
Boca Raton, Florida 33487

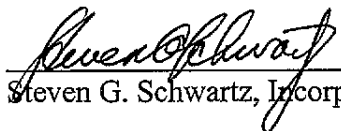
**Vice President**

Max Kangasniemi  
51 Lariat Circle  
Boca Raton, Florida 33487

### **ARTICLE IX. NATURE OF BUSINESS**

This professional corporation may engage or transact in any and all lawful activities or businesses including the practice of medicine permitted under the laws of the United States, the State of Florida and any other state or territory.

The undersigned has executed these Articles of Incorporation this 8 day of May, 2000.

  
\_\_\_\_\_  
Steven G. Schwartz, Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

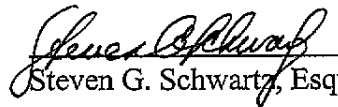
Pursuant to the provisions of section 607.0501 of the Florida Statutes, the professional corporation, Sports Group One, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is:

Steven G. Schwartz, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East  
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated professional 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.

Dated: May 8, 2000.

  
Steven G. Schwartz, Esquire

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