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Florida Department of State
Division of Corporations
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To:
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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

V.I.P. SPORTS MANAGEMENT GROUP, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

V.I.P. SPORTS MANAGEMENT GROUP, INC.

The undersigned for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions for formation, liability, rights, privileges and immunities of a corporation for profit, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be: V.I.P. SPORTS MANAGEMENT GROUP, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation shall be: 3141 Peachtree Way, Davie, FL 33325. This corporation may carry out its business at such other places of business in the State of Florida as the nature and progress of the business from time to time shall render necessary or desirable. This corporation shall also have the power to conduct its business outside the State of Florida, and/or in any and all of the several states, territories, and districts of the United States of America, and/or in any and all foreign countries, and may have one or more offices, in any of the said places of business, as may, from time to time, be authorized by the Board of Directors.

ARTICLE III

PURPOSE

This corporation may engage or transact in any and all lawful activity of business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Department of State.

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ARTICLE V

SHARES

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares of common stock having a par value of one (\$1.00) dollar per share.

ARTICLE VI

INITIAL OFFICERS AND DIRECTORS

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1) member. The exact number of Directors shall be fixed by the By-Laws of this corporation. Directors need not be stockholders.

The names and addresses of the first Board of Directors of this corporation, subject to the provisions of these articles, for the first year of the corporations' existence or until their successors are duly elected and qualified are as follows:

NAME	TITLE	ADDRESS
Barry I. Kaplan	President, Director	3141 Peachtree Way, Davie, FL 33325
Mona E. Kaplan	Secretary & Treasurer, Director	3141 Peachtree Way, Davie, FL 33325

ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation shall be JAIME DAVILA, ESQ., and the initial registered office of this corporation shall be located at 2121 Ponce de Leon Blvd., Suite 450, Coral Gables, Florida 33134.

ARTICLE VIII

INCORPORATOR

The name(s) and address(es) of the first incorporator to these Articles of Incorporation and the amount of shares of stock subscribed for are as follows:

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NAME AND ADDRESS

NUMBER OF SHARES

Harry I. Kaplan
3141 Peachtree Way,
Davie, FL 33325

100

ARTICLE IX

ANNUAL MEETING

The annual meeting of the shareholders of this corporation shall be fixed by the By-laws and the power to adopt, alter, amend, or repeal By-laws shall be vested in the Board of Directors.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed to them by the shareholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation, this 3rd day of August, 2000.


Barry I. Kaplan

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STATE OF FLORIDA

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COUNTY OF MIAMI-DADE

ON THIS DAY, personally appeared before me, the undersigned authority, duly authorized to administer oaths, BARRY I. KAPLAN, known by me to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed same for the use and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Coral Gables, Florida, County of Miami-Dade, this 3rd day of August, 2000.



Julie A. Vargas
MY COMMISSION # CC714488 EXPIRES
January 25, 2002
BONDED THROUGH FARMERS INSURANCE, INC.

Julie A. Vargas
NOTARY PUBLIC, State of Florida

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That V.I.P. SPORTS MANAGEMENT GROUP, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Davie, County of Broward, State of Florida, has named JAIME DAVILA, ESQ., located at 2121 Ponce de Leon Blvd., Suite 450, located in the City of Coral Gables, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and hereby accept the appointment as registered agent and agree to act in this capacity.

By: *Jaime Davila*
JAIME DAVILA, (Registered Agent)

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EMERSON
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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