

Brook P000000081627
Fisher
Esq.

August 15, 2000

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Filing of Articles of Incorporation and Certificate of Designation of Registered Agent
/ Registered Office for **BILLFISH TOURNAMENT NETWORK, INC.**

Dear Ladies and Gentlemen:

400003371814--5
-08/24/00--01060--019
*****78.75 *****78.75

Enclosed herewith for filing are the executed and completed Articles of Incorporation for **BILLFISH TOURNAMENT NETWORK, INC.**, together with the Certificate of Designation of Registered Agent / Registered Office and a copy of the Articles to be certified and returned to this office in the enclosed self addressed stamped envelope.

Also, enclosed is check no. 1472 in the amount of \$78.75 to cover the costs of the filing and certification fees for this corporation.

Sincerely,



Brook E. Fisher, Esq.

BF/hh
Enclosure
wpwin/i:/crawford/ltr

FILED
00 AUG 24 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
OF
BILLFISH TOURNAMENT NETWORK, INC.

FILED
00 AUG 24 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

BILLFISH TOURNAMENT NETWORK, INC.

ARTICLE II

PRINCIPAL OFFICE

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

Principal Office: BILLFISH TOURNAMENT NETWORK, INC.
150 BRADLEY PLACE, #416
PALM BEACH, FL 33480

Mailing Address: BILLFISH TOURNAMENT NETWORK, INC.
150 BRADLEY PLACE, #416
PALM BEACH, FL 33480

ARTICLE III

SHARES OF STOCK

The total number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 SHARES OF STOCK having a common stock par value of \$1.00 per share.

Prepared by: BROOK E. FISHER, ESQ., 840 U.S. Highway One, Ste. 250, North Palm Beach,
Florida 33408; Tel. No.: (561) 627-8887; FBN#0843784

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

DEAN CRAWFORD
150 BRADLEY PLACE, #416
PALM BEACH, FL 33480

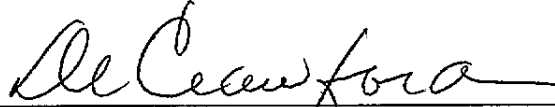
ARTICLE V

INCORPORATOR

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

DEAN CRAWFORD
150 BRADLEY PLACE, #416
PALM BEACH, FL 33480

The undersigned incorporator has executed these Articles of Incorporation this 15
day of August, 2000.


DEAN CRAWFORD, INCORPORATOR


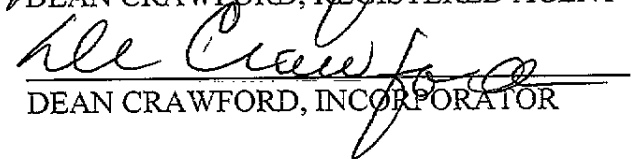
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF §607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: BILLFISH TOURNAMENT NETWORK, INC.
2. The name and street address of the Registered Agent and Registered Office is:

DEAN CRAWFORD
150 BRADLEY PLACE, #416
PALM BEACH, FL 33480

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.


DEAN CRAWFORD, REGISTERED AGENT

DEAN CRAWFORD, INCORPORATOR

8-15-00
DATE
8-15-00
DATE

FILED
00 AUG 24 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA