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HARRY AND ROCK'S SPORTS ACADEMY, INC.
2455 E. Sunrise Blvd., PHN
Ft. Lauderdale, Fl. 33304

September 7, 2000

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Fl. 32314

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-09/18/00--01005--001
****122.50 *****78.75

RE: Harry and Rocky's Sports Academy, Inc.

Dear Gentleperson,

I am enclosing the original and one copy of the Articles of Incorporation for the above reference corporation. I am also enclosing a check in the amount \$122.50 which represents the filing fee for said Articles of Incorporation.

Please file these Articles of Incorporation and return a filed copy of the Articles to me.

Should you have any questions or need additional information, please contact me.

Cordially,



Harry Venis
Incorporator

FILED
00 SEP 15 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-18
PC

ARTICLES OF INCORPORATION
OF
HARRY AND ROCKY'S SPORTS ACADEMY, INC.

FILED
00 SEP 15 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

The name of this corporation is Harry and Rocky's Sports Academy, Inc.

ARTICLE 11

The purpose or purposes for which this corporation is organized is for the purpose of transacting any and all lawful business.

ARTICLE 111

This corporation is authorized to issue a maximum of Five Thousand (5,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE 1V

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE V

The initial street address of the principal office of this corporation shall be 2455 E. Sunrise Blvd., PHN, Ft. Lauderdale, Fl. 33304 and the Board of Directors may, from time to time, move the principle office to any other address in Florida.

ARTICLE V1

The number of Directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one (1) Director at any time.

ARTICLE V11

The name and post office address of the first Board of Directors and officers of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

President
And Director – Harry Venis
Director – Rocky Johnson

2455 E. Sunrise Blvd, PHN
Ft. Lauderdale, Fl. 33304
2455 E. Sunrise Blvd., PHN
Ft. Lauderdale, Fl. 33304

ARTICLE V111

The name and address of the Subscriber of these Articles of Incorporation is as follows:

Harry Venis

2455 E. Sunrise Blvd., PHN
Ft. Lauderdale, Fl. 33304

ARTICLE 1X

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Harry Venis

2455 E. Sunrise Blvd., PHN
Ft. Lauderdale, Fl. 33304

ARTICLE X

The corporation's existence will commence upon the filing of the Articles of Incorporation.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.



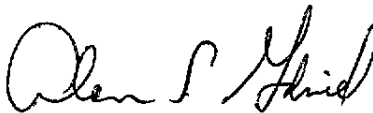
Harry Venis, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Harry Venis known to the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

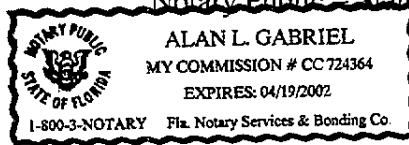
WITNESS my hand and official seal at FT. LAUDERDALE, County of Broward,

State of Florida, this 13th day of September 2000.



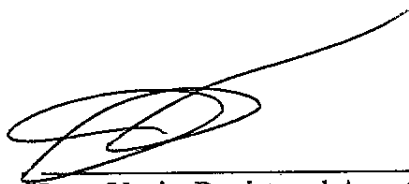
Notary Public - State of Florida at Large

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I, Harry Venis, do hereby accept designation of Registered Agent for Harry and Rocky's Sports Academy, Inc.



Harry Venis, Registered Agent