

TO Whom It ~~Inter~~ Concerns

Please MAIL me BACK A STAMP COPY
of my Articles of INCORPORATION

THANKS

FRED YARMUTH
7740 NW 63rd AVE
PARKLAND, FL 33067
954-341-3522

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P/S Please expedite ASAP

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SEC. OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

COLBY SPORTS, INC.

In compliance with the requirements of Florida Statutes Chapter 607 and 621, the undersigned, being a natural person, does hereby act as Incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of this corporation is COLBY SPORTS, INC., The street address of the initial principle office of this corporation is 7740 N.W. 63rd Way, Parkland, Florida 33067.

ARTICLE II - PURPOSE OF CORPORATION

The general purposes for which the corporation is organized is:

- 1) Provides individuals to act as Officials for Sporting Events

ARTICLE III - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is one hundred (100), all of which shall be common shares. Such shares shall have a par value of \$1.00.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the corporation's registered office is 7740 N.W. 63rd Way, Parkland, Florida 33067. The initial registered agent for the corporation at that address is **FRED YARMUTH**.

ARTICLE V - INCORPORATOR

The name and address of the person signing these articles are:

NAME

ADDRESS

FRED YARMUTH

**7740 N.W. 63rd Way
Parkland, Florida 33067**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may increase from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

NAME

ADDRESS

FRED YARMUTH

**7740 N.W. 63rd Way
Parkland, Florida 33067**

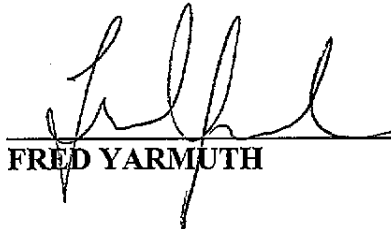
ARTICLE VII - BY-LAWS

This corporation's stockholders are specifically authorized to adopt by-laws, which may be repealed or amended, and new by-laws may be adopted, by either the Board of Directors or the stockholders, but the Board of Directors may not amend or repeal any by-laws adopted by the stockholders, if the stockholders specifically provide that such by-laws are not subject to amendment or repeal by the directors.

ARTICLE VIII - INDEMNIFICATION

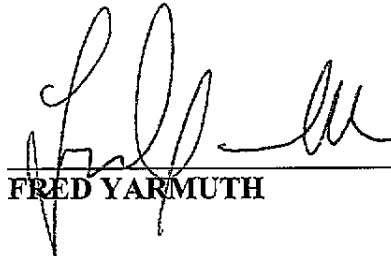
The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19 day of AUGUST, 2000.

 Dated: AUGUST 19, 2000
FRED YARMUTH

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **FRED YARMUTH**, at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligation of that position pursuant to FLA. STAT. § 607.0501(3).

 Dated: AUGUST 19, 2000
FRED YARMUTH

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA