

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000094193

Complete Player Institute, Inc.

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*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File	FILED 00 OCT -5 PM 1:34 SECRETARY OF STATE TALLAHASSEE, FLORIDA
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	RECEIVED 00 OCT -5 PM 12:16 IN PARTNERSHIP TALLAHASSEE, FLORIDA
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	OCT 05 2000
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<input type="checkbox"/>	UCC 11 Search	
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<input type="checkbox"/>	Courier	

Signature

Requested by:

Name SK Date 10/5/00 Time 10:25

Walk-In _____ Will Pick Up _____

ARTICLES OF INCORPORATION
OF
COMPLETE PLAYER INSTITUTE, INC.

FILED
00 OCT -5 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I.
NAME OF CORPORATION

The corporation shall be known as:

COMPLETE PLAYER INSTITUTE, INC.

ARTICLE II.
NATURE OF BUSINESS

The general nature of this business and the proposed objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do, viz:

A. To engage in the business of operating tennis instruction centers.

B. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

C. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE III. **CAPITAL STOCK**

A. The shares of the capital stock of this corporation, all of which shall be fully paid and non-assessable, shall consist of Six Thousand (6,000) shares of common stock with a par value of One Dollar (\$1.00) per share, and may be issued by this corporation, as, when, and for such considerations as may be fixed from time to time by the Board of Directors.

B. All of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV. **INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall not be less than Five Hundred and no/100 (\$500.00) Dollars.

ARTICLE V.
TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI.
PRINCIPAL OFFICE AND REGISTERED AGENT

A. The initial street address of the principal office of this corporation in the State of Florida shall be 1300 Northwest 167th Street, Suite 3, Miami, Florida 33169.

B. The Registered Agent of this corporation shall be CHARLES O. MORGAN, JR., 1300 Northwest 167th Street, Suite 3, Miami, Florida 33169.

ARTICLE VII.
BOARD OF DIRECTORS

A. The corporation shall have at least one (1) director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

B. The name and address of the sole director of the corporation, who shall hold office for the first year or until his successor is duly elected and qualified, shall be CHARLES O. MORGAN, JR., 1300 Northwest 167th Street, Suite 3, Miami, Florida 33169.

ARTICLE VIII.
INCORPORATORS

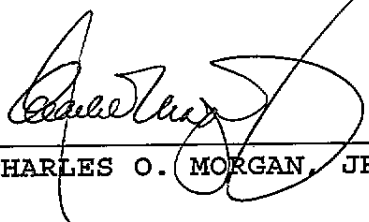
The name and address of the sole incorporator is as follows:

<u>Name</u>	<u>Address</u>
CHARLES O. MORGAN, JR.	1300 Northwest 167 th Street Suite 3 Miami, Florida 33169

ARTICLE IX.
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Stockholders or Board of Directors, if applicable, and proposed to them by the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 3rd day of October, 2000.



CHARLES O. MORGAN, JR.

STATE OF FLORIDA)
 ss:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared CHARLES O. MORGAN, JR., to me well known to be the person described herein as incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal this 3rd day of October, 2000.

Lara Haley Williams
LARA HALEY WILLIAMS, Notary Public
State of Florida
My Commission Expires:

LARA HALEY WILLIAMS
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC917046
EXPIRES 3/8/2004
BONDED THRU ASA 1-888-NOTARY1

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT WHOM PROCESS MAY BE SERVED UPON

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

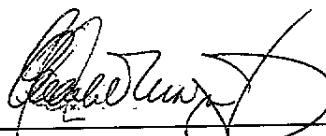
That COMPLETE PLAYER INSTITUTE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, Florida, has named CHARLES O. MORGAN, JR., located at 1300 North West 167th Street, Suite 3, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

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00 001-5 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the above signed corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By: _____


Resident Agent