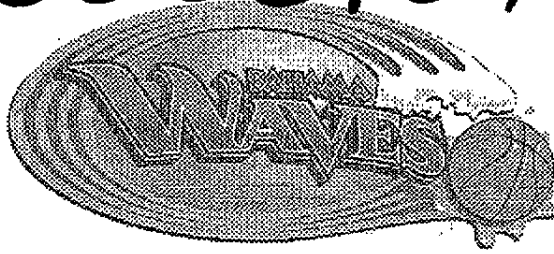


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FILED
00 NOV -6 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BAHAMA WAVES BASKETBALL CORPORATION

Thursday, November 2, 2000

Florida Department of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

800003453388--7
-11/06/00--01101--015
*****78.75 *****78.75

Re: Corporate filing

Dear Division of Corporations, New Filings Section:

Enclosed please find the following documents:

1. Two Originals of the Articles of Incorporation for Bahama Waves Basketball Corporation.
2. Two Originals of the Certificate of Designation of Registered Agent/Office and Acknowledgement.
3. A check made payable to the Florida Department of State in the amount of \$78.75 to pay for the filing fees (\$35.00), registered agent designation (\$35.00), and certified copy (\$8.75).

Please file the attached documents and return the certification to the undersigned at your earliest convenience.

Should you need any additional documentation, please do not hesitate to contact the undersigned.
Thanking you in advance for your assistance, we remain,

Very Truly Yours,

EDWARD ALMEIDA

Tel: (305) 815-1810

Facsimile: (305) 675-8487

E-mail: Edwardalmeida@cs.com

Encls. (as noted)

"Catch the Wave"

5520 Lyons Road • Suite 306 • Coconut Creek • Florida • 33073

BAHAMA WAVES BASKETBALL CORPORATION

ARTICLES OF INCORPORATION

FILED
00 NOV -6 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator and subscriber to these Articles of Incorporation, a natural person competent to contract, hereby applies to form a corporation under the laws of the State of Florida.

SECTION 1: NAME.

The name of this corporation is BAHAMA WAVES BASKETBALL CORPORATION

SECTION 2: CAPITAL STOCK.

The maximum number of shares of par value common, of non par common and of preferred stock, and of every kind, class or series of each, with their distinguishing characteristics and the par value of all shares outstanding at any one time is ONE MILLION (1,000,000) at \$0.001 par value.

SECTION 3: INITIAL CAPITAL.

The amount of capital with which this corporation will begin business is not less than ONE THOUSAND DOLLARS AND NO CENTS (\$1,000.00).

SECTION 4: TERM OF EXISTENCE.

This corporation is to exist perpetually.

SECTION 5: ADDRESS.

The initial post office address of the principal office of this corporation in the State of Florida is:

5520 LYONS ROAD, # 306, COCONUT CREEK, FLORIDA 33073

The Board of Directors may from time to time move the principal office to any other address in Florida.

SECTION 6: DIRECTORS.

This corporation shall have two (2) directors, initially. The number of directors may be increased from time to time pursuant to the by-laws adopted by the stockholders.

SECTION 7: INITIAL DIRECTORS.

The name and post office address of the members of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
JEFFREY M. MANIN	5520 LYONS ROAD, #306, COCONUT CREEK, FL 33073

EDWARD ALMEIDA

1136 PARTRIDGE AVENUE, MIAMI SPRINGS, FL 33166

SECTION 8: INCORPORATOR/SUBSCRIBER.

The incorporator and subscriber of this corporation is EDWARD ALMEIDA, whose mailing address is 1136 PARTRIDGE AVENUE, MIAMI SPRINGS, FLORIDA 33166.

SECTION 9: NATURE OF BUSINESS

9.01. To engage in every aspect and phase of the business of any and all business which is not contrary to the laws of the United States of America and of the State of Florida.

9.02. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a savings and loan association, mutual fire insurance association, a cooperative association, fraternal benefit society, state fair or exposition.

9.03. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

9.04. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and execute mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

9.05. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

9.06. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

SECTION 10: AMENDMENT. These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

SECTION 11: RESIDENT AGENT. The corporation, pursuant to Chapter 48.091, Florida Statutes, has named EDWARD ALMEIDA, ESQ., Miami Springs, Miami-Dade County, State of Florida, as its agent to accept service of process within this state.

SECTION 12: REGISTERED OFFICE. The street address of its initial registered office of the corporation is:

5520 LYONS ROAD, #306, COCONUT CREEK, FL 33073

The undersigned incorporator hereby acknowledges that the foregoing Articles of Incorporation is his act and deed on the date hereof.



EDWARD ALMEIDA
Incorporator/Subscriber

Date: Thursday, November 02, 2000

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 accept the appointment as registered agent and agree to act in this capacity.



EDWARD ALMEIDA,
Registered Agent for Bahama Waves Basketball Corporation

Date: Thursday, November 02, 2000

BAHAMA WAVES BASKETBALL CORPORATION

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/OFFICE
AND ACKNOWLEDGMENT**

FILED
00 NOV -6 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION: BAHAMA WAVES BASKETBALL CORPORATION

REGISTERED AGENT/OFFICE: EDWARD ALMEIDA, ESQ.
 1136 PARTRIDGE AVENUE
 MIAMI SPRINGS, FLORIDA 33166

ACKNOWLEDGMENT:

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 as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties, and I am familiar with and accept the obligations of my position as registered agent.


EDWARD ALMEIDA, ESQ.

Date: Thursday, November 02, 2000