

Charter Number Only

*Polina*  
*308*

*Carlos Romero Jr Esq.*  
Requestor's Name  
*3195 Ponca de Lem Blvd # 400*  
Address  
*C. Gables, FL 33134.*  
City State ZIP Phone

ADDITION ONLY

500003567265--3  
-01/23/01--01030--012  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

*World Forever Marketing, Inc.*

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01 JAN 23 AM 9:09  
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TALLAHASSEE, FLORIDA

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| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem            |
| <input type="checkbox"/> Walk In                   | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
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Empire Toll Free: 1-800-432-3028

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01 JAN 23 PM 12:32  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
WORLD SOCCER MARKETING, INC.**

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

**ARTICLE I - NAME**

The name of the corporation is: **WORLD SOCCER MARKETING, INC.**

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage in any activity of business permitted under the laws of the United States, any State, or any foreign country.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of Common Stock with a par value of \$0.01 per share.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Directors.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V - DIRECTORS**

This corporation shall have two Directors. The number of directors may be

increased or decreased from time to time in such manner as may be prescribed by the bylaws. Directors need not be stockholders or residents of Florida.

This corporation is empowered to indemnify any officer, director, or shareholder in accordance with the Florida Statutes, as now and hereinafter amended.

#### **ARTICLE VI - INITIAL DIRECTOR**

The name and address of each member of the first Board of Directors are:

- (1) Ivan D. Ochoa  
500 Vila Vella Avenue, Coral Gables, FL 33146
- (2) Luis Pacheco Mejia  
Corrientes 3082-F Colomos Providencia  
Guadalajara, Jal, Mexico CP 44631

#### **ARTICLE VII - SUBSCRIBERS**

The name and address of each subscriber of this Articles of Incorporation is:

Carlos A. Romero, Jr.  
3195 Ponce de Leon Blvd., Suite 400, Coral Gables, FL 33134

#### **ARTICLE VIII - BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the stockholders.

#### **ARTICLE IX - CALLING OF SPECIAL MEETINGS**

Special meetings of stockholders may be called by a majority of the stockholders.

#### **ARTICLE X - STOCKHOLDER QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the stockholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the stockholders.

#### **ARTICLE XI - 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 stockholders meeting by the majority of the stock entitled to vote thereon.

#### **ARTICLE XII - AFFILIATED TRANSACTIONS**

This corporation elects not to be governed by the section of the Florida Business Corporation Act, as hereafter might be amended, dealing with affiliated transactions.

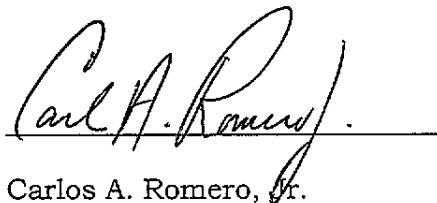
#### **ARTICLE XIII - INITIAL PRINCIPAL OFFICE OR MAILING ADDRESS**

The initial principal office or mailing address is as follows:

11626 SW 88 Street, Miami, FL 33176

The principal place of business may be changed by a majority of the members of the board of directors present at a validly convened meeting.

**IN WITNESS WHEREOF**, the Subscriber of these Articles of Incorporation has hereunto set his hand and seal this 22 day of January, 2001.

  
Carlos A. Romero, Jr.

C E R T I F I C A T E  
DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED


In compliance with Florida Statutes, the following is submitted. First - that  
WORLD SOCCER MARKETING, INC. desiring to organize under the laws of the State  
of Florida with its principal office at 11626 SW 88 Street, Miami, FL 33176, has  
named the Law Office of Carlos A. Romero, Jr., P.A. located at 3195 Ponce de Leon  
Blvd, Suite 400, Coral Gables, FL 33134, as its agent to accept service of process  
within this State.

**A C K N O W L E D G M E N T**

(MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to act in this  
capacity, and agree to comply with the provision of said act relative to keeping open  
said office. The registered agent is familiar with, and accepts, the obligations provided  
under the Florida Business Corporation Act.

**REGISTERED AGENT: Law Office of Carlos A. Romero, Jr., P.A.**

By: 

Carlos A. Romero, Jr., its President  
3195 Ponce de Leon Blvd, Suite 400, Coral Gables, FL 33134

**FILED**  
01 JAN 23 PM 12:32  
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TALLAHASSEE FLORIDA