

P010000031627



ACCOUNT NO. : 072100000032

REFERENCE : 094628 8657A

AUTHORIZATION :

Patricia Pigeon

COST LIMIT : \$ 70.00

ORDER DATE : March 28, 2001

ORDER TIME : 10:16 AM

ORDER NO. : 094628-005

CUSTOMER NO: 8657A

2000003923542--7

CUSTOMER: Ms. Stephanie O'dell
Ramsey W. Dulin, Esq

201 East Pine Street
Suite 425
Orlando, FL 32801

DOMESTIC FILING

NAME: PREMIER SPORTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

g 3/28/01

2001 MAR 28 PM 1:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

RECEIVED
01 MAR 28 PM 10:38
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

FILED

2001 MAR 28 PM 1:30

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
PREMIER SPORTS, INC.**

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be PREMIER SPORTS, INC.

**ARTICLE II
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purposes of the corporation are:

(a) To engage in the business of the establishment and operation of a sports complex, including, but not limited to, outdoor sports and athletic playing fields and facilities, and indoor sports facilities including but not limited to, sports playing areas, locker rooms, concession areas and viewing areas, and to engage in any other related activities.

(b) To engage in and to transact any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 201 E. Pine Street, Suite 425, Orlando, Florida 32801. The name of the initial registered agent at such address is Ramsey W. Dulin, Esq.

ARTICLE VI
PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of the corporation shall be 1825 Lake Roberts, Windermere, Florida 34786, until otherwise designated by the corporation.

ARTICLE VII
DIRECTORS

The Board of Directors of the corporation shall consist of at least one director and no more than six directors. The initial Board of Directors shall consist of two directors, whose names and addresses are set forth below:

Keith P. Ryan

1825 Lake Roberts
Windermere, Florida 34786

Anne Ryan

1825 Lake Roberts
Windermere, Florida 34786

OFFICERS

The corporation shall have such officers as may be provided in the bylaws of the corporation, and such officers shall be determined in the manner provided in the bylaws, and shall perform their duties during their respective terms of office as may be provided in the bylaws of

the corporation.

**ARTICLE IX
INCORPORATOR**

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

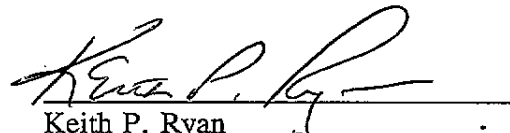
Keith P. Ryan

1825 Lake Roberts
Windermere, Florida 34786

**ARTICLE X
AMENDMENTS TO ARTICLES
OF INCORPORATION AND BYLAWS**

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a majority vote of all outstanding shares.

IN WITNESS WHEREOF, I have subscribed my name this 27 day of March, 2001.

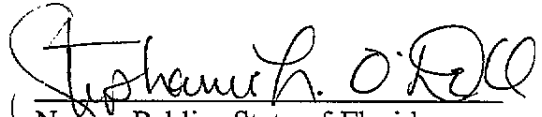

Keith P. Ryan
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Keith P. Ryan, to me personally known to be the person who executed and subscribed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same for the purposes

therein contained, and who did/did not take an oath.

WITNESS my hand and official seal in the county and state set forth above this 27th day of March, 2001.


Notary Public, State of Florida
Print Name: Stephanie L. O'Dell

Stamp:



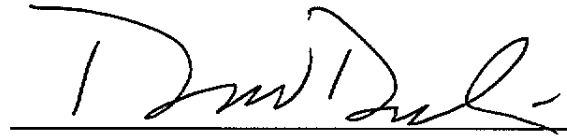
**DESIGNATION OF REGISTERED
OFFICE AND REGISTERED AGENT**

PREMIER SPORTS, INC., a Florida corporation, pursuant to Florida Statue §48.091, and its Articles of Incorporation, hereby designates Ramsey W. Dulin, 201 E. Pine Street, Suite 425, Orlando, Florida 32801, as its registered agent and registered office for the service of process as required by law.

ACCEPTANCE

I, Ramsey W. Dulin having been named in the foregoing designation of registered office and registered agent by PREMIER SPORTS, INC., a Florida corporation, and being fully advised and apprised of the duties of a registered agent for the service of process as prescribed by Florida Statue §48.091, do hereby accept said designation, and agree to accept service of process as registered agent, to keep my office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a resident agent and to maintain a registered office as heretofore indicated.

Dated this 27th day of March, 2001.


Ramsey W. Dulin

FILED
2001 MAR 28 PM 1:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA