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**SCHNEIDER
& HEFFNER**

Attorneys at Law

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March 23, 2001

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
01 APR -4, AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

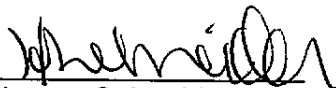
Re: Total Entertainment & Athlete Management, Inc.

To Whom It May Concern,

Enclosed please find one (1) original and one (1) copy of the Articles of Incorporation for the above referenced corporation together with our check in the amount of \$70.00 representing the required filing and registered agent fees. We are enclosing a completed **Federal Express return envelope** for you to use in returning to us the Department's letter indicating the document number and filing date along with the copy of the Articles marked "Filed" noting the date and time.

Please give me a call should you have any questions regarding the enclosures or these instructions. Thank you for your assistance in this matter.

Very Truly Yours,
SCHNEIDER & HEFFNER

By: 
Harvey Schneider, Esq.

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T. Burch APR 4 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 29, 2001

HARVEY SCHNEIDER, ESQ.
1900 NW CORPORATE BLVD
STE 301-WEST BUILDING
BOCA RATON, FL 33431

SUBJECT: TOTAL ENTERTAINMENT & ATHLETE MANAGEMENT, INC.
Ref. Number: W01000007059

We have received your document for TOTAL ENTERTAINMENT & ATHLETE MANAGEMENT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 101A00018786

no sign.

ARTICLES OF INCORPORATION
OF
TOTAL ENTERTAINMENT & ATHLETE MANAGEMENT, INC.

FILED

01 APR -4 AM 8:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is Total Entertainment & Athlete Management, Inc.

ARTICLE II

The principal office and mailing address of the corporation is 3700 Coconut Creek Parkway, Suite 120, Coconut Creek, Florida 33066.

ARTICLE III

The authorized stock shall consist of 1000 shares of common voting stock of \$1.00 par value for each share. The consideration for shares shall be as established from time to time by the Board of Directors. Upon a dissolution, the shareholders shall be entitled to the net assets of the corporation as provided by law.

ARTICLE IV

The name of the initial registered agent of the corporation is Harvey Schneider, Esq. and the street address of the initial registered office of the corporation is 1900 NW Corporate Boulevard, Suite 301 West, Boca Raton, Florida 33431.

ARTICLE V

The names and address of the Incorporator is Harvey Schneider, 1900 NW Corporate Blvd., Suite 301 West, Boca Raton, Florida 33431.

ARTICLE VI

The power to adopt the initial by-laws shall be vested in the initial Board of Directors.

ARTICLE VII

The purpose or purposes for which this corporation is organized shall be to transact any lawful business. The corporation shall be entitled to exercise all of the powers provided by law.

ARTICLE VIII

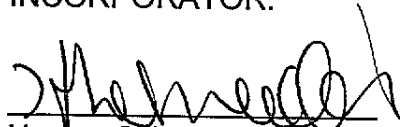
The corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE IX

Pre-emptive rights of shareholders may either be provided for in the by-laws or by resolution of the Board of Directors.

Dated this 23rd day of March, 2001.

INCORPORATOR:

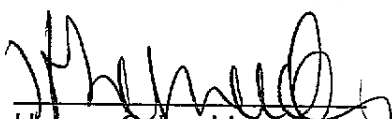

Harvey Schneider

ACCEPTANCE BY REGISTERED AGENT:

The undersigned states that he is familiar with and does hereby accept and agree to abide by all of the obligations of acting and performing as Registered Agent for the corporation as required by law.

Dated this 23rd day of March, 2001

REGISTERED AGENT:


Harvey Schneider

PREPARED BY:
HARVEY SCHNEIDER, ESQ.
Florida Bar No.: 240508
SCHNEIDER & HEFFNER
1900 NW Corporate Boulevard
Suite 301 West
Boca Raton, Florida 33431
(561) 241-5551