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01 MAY -4 AM 7:44

SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Florida
P.O. Box 6327
Tallahassee, Fl. 32314


Enclosed please find check for \$122.50 and the Articles of Incorporation for Sam Sport
Motif, Inc.

Sincerely,

500004137325--4

-05/04/01-01104-006

*****122.50 *****78.75


Maria Pacheco

M. Pacheco
1403 Moffett St.
Hollywood FL 33020

D. WHITE MAY - 9 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
Sam Sport Motif, Inc.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

Name

The name of the corporation is Sam Sport Motif, Inc., and the principal address shall be, 1403 Moffett St., Hollywood, Fl. 33020

Article II

Duration

The Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of the state of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of the State.

Article III

Nature of Business

The Corporation may engage in and activity or business permitted under the laws of the United states and under the laws of the State of Florida.

Article IV

Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of stock having no par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1403 Moffett Street, Hollywood, Fl. 33020, and the name of the initial registered agent of this corporation at that address is Maria Pacheco.

Article VI Director

(a) Number. This corporation shall have one (1) initially. The number of directors may be increased or diminished from time to time by the bylaws, but never be less than one.

(b) Initial Directors. The name and street address of the directors of the corporation are :

Name	Address
Maria Pacheco	1403 Moffett Street Hollywood, Fl. 33020

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employee and agents to the full extent permitted by law.

Article VII

The initial bylaws of this corporation shall be adopted by the directors. By laws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

Incorporator

Maria Pacheco
1403 Moffett Street
Hollywood, Fl. 33020

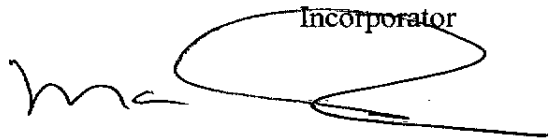
Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles
the 2 day of May, 2001

Maria Pacheco
Incorporator



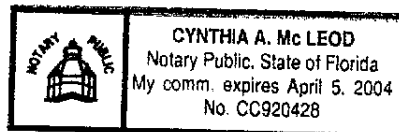
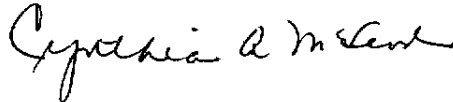
State of Florida

County of Broward

The following instrument was acknowledged before me on May 2, 2001.

Notary Public, State of Florida at Large

My Commission Expires:



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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

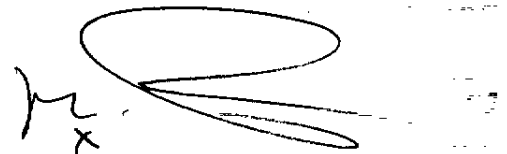
**CERTIFICATE DESIGNATING REGISTERED AGENT FOR
SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates
Maria Pacheco, 1403 Moffett Street, Hollywood, Fl. 33020 its Registered Agent to
accept service of process with the state.



Maria Pacheco

THE UNDERSIGNED hereby accepts the foregoing designation as Registered
agent for service of process with the State of Florida, and agrees to comply with the
provisions of the law applicable to said designation.



Maria Pacheco