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TRANSMITTAL LETTER

FILED
01 MAY 21 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/21/01--01090--008
*****78.75 *****78.75

SUBJECT: HEADS Up Sports, Incorporated
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☒ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Elizabeth Dennis
Name (Printed or typed)

502 Greenbrier Ave
Address

Celebration FL 34747
City, State & Zip

(407) 566-8020
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

B. BROWN MAY 29 2001

Articles of Incorporation of Heads Up Sports, Incorporated

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TALLAHASSEE, FLORIDA

The undersigned, for purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

Article One Name

The name of the corporation is Heads up sports, Incorporated.

Article Two Principal Office

The street address of the initial principal office is 502 Greenbrier Ave., Celebration FL 34747

Article Three Corporate Duration

The duration of the Corporation is perpetual.

Article Four Purpose or Purposes

The general purposes for which the Corporation is organized are:

1. To transact any other lawful business for which the Corporation may be incorporated under the Florida Business Corporation Act.
2. To accomplish such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

Article Five Capitalization

The aggregate number of shares which the Corporation is authorized to issue is five hundred (500). Such shares shall be of a single class, and shall have a par value of \$0.01 per share.

**Article Six
Registered Office and Agent**

The name and address of the initial registered agent is Donald J. Masten, Esquire. Rissman, Weisberg, Barrett, Hurt, Donahue & McLain 201 E. Pine St., Orlando, Florida 32802.

**Article Seven
Directors**

The initial Board of Directors consists of not less than one (1) nor more than five (5) members. The name and address of each person who is an officer is as follows:

<u>Name</u>	<u>Address</u>	<u>Officer</u>
Elizabeth A. Dennis	502 Greenbrier Ave., Celebration Fl 34747	P, VP, S, T

**Article Eight
Incorporators**

The names and street addresses of the incorporators to these Articles of Incorporations are:

<u>Name</u>	<u>Address</u>
Elizabeth A. Dennis	502 Greenbrier, Celebration Fl 34747

Executed by the undersigned, at Celebration, Florida, on May 15, 2001.

By: Elizabeth Dennis May 15, 2001
as President, / Secretary / Incorporator

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT & REGISTERED
OFFICE**

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TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF FS § 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1 The name of the corporation is Heads Up Sports, Incorporated.
2. The name and address of the registered agent and office is:

Donald J. Masten, Esquire.
Weisberg, Barrett, Hurt, Donahue & McLain
201 E. Pine St.,
Orlando, Florida 32802.

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 in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Donald J. Masten, Esquire

May 15, 2001