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August 8, 2001

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


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-08/13/01--01084--014
*****78.75 *****78.75

Re: Post-Up Sports, Inc.

To Whom It May Concern:

Enclosed please find Articles of Incorporation of Post-Up Sports, Inc. Also enclosed is our check in the amount of \$78.75 representing, \$35.00 for filing, \$35.00 for Register Agent Designation and \$8.75 for a certified copy. We have enclosed a self-addressed stamped envelope for your convenience. Thank you for your cooperation in this matter. Should you have any questions, please do not hesitate to call us.

Very truly yours,


Jeanne Adams, Legal Assistant

/ja
Enclosures

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

42
8/13/01

ARTICLES OF INCORPORATION
OF
POST-UP SPORTS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I
NAME

The name of this corporation is Post-up Sports, Inc.

ARTICLE II
DURATION

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

ARTICLE III
GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with ONE AND NO/100 DOLLAR (\$1.00) par value. The directors of the corporation are authorized and empowered to issue the capital stock of the corporation as they in their discretion shall determine.

ARTICLE V
NO PREEMPTIVE RIGHTS

The preemptive right to purchase additional shares or any other securities of this corporation is expressly denied to all shareholders of all classes.

ARTICLE VI
PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and initial registered office of the corporation is 14 E. Washington Street, Suite 600, Orlando, FL 32801 and the name of the initial registered agent of this corporation at that address is Thomas F. Lang.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

- A. This corporation shall have one (1) directors initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).
- C. The name and address of the initial members of the Board of Directors who shall hold office until their successor is duly elected and has qualified is:

Sidney Green	777 Glades Road Boca Raton, FL 33431
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ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator of this corporation is:

Thomas F. Lang	14 E. Washington Street Suite 600 Orlando, FL 32801
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ARTICLE IX
BY-LAWS

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

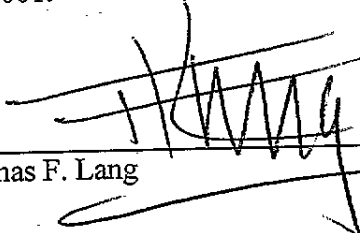
ARTICLE X
INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, tot he full extent permitted by the Florida Business Corporation Act.

**ARTICLE XI
AMENDMENTS**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

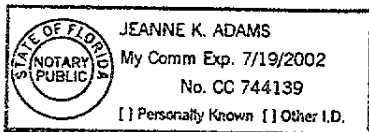
IN WITNESS WHEREOF, the undersigned have executed these Articles at Orlando, Florida, this 7th day of August, 2001.

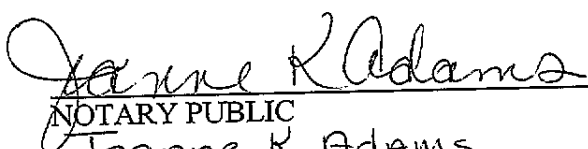


Thomas F. Lang

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 7th day of August, 2001, by THOMAS F. LANG, who is personally known to me or who produced a Florida driver's license as identification.





NOTARY PUBLIC

Jeanne K. Adams

Print Name

My Commission Expires: _____

Commission Number: _____

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:



Thomas F. Lang

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA