



PIPER
MARBURY
RUDNICK
& WOLFE LLP

P02000020329

Suite 2000
101 East Kennedy Boulevard
Tampa, Florida 33602-5148
www.piperrudnick.com

PHONE (813) 229-2111
FAX (813) 229-1447

WRITER'S INFORMATION

lisa.papa@piperrudnick.com

February 15, 2002

8000004953778--2
-02/19/02--01043--010
*****87.50 *****87.50

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Future Stars, Inc.

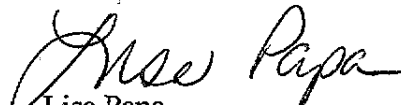
Dear Sir/Madam:

In connection with the referenced matter, we are enclosing an original and one copy of the Articles of Incorporation. Also enclosed is a check in the amount of \$87.50, which represents the filing fee, certified copy and Certificate of Status. Please forward the certified copy and Certificate of Status in the self-addressed stamped envelope enclosed for your convenience.

Should you have any questions regarding the enclosed, please contact me.

Very truly yours,

PIPER MARBURY RUDNICK & WOLFE LLP


Lisa Papa

:lap
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 19 PM 12:13

2-22-02
WC

**ARTICLES OF INCORPORATION
OF
FUTURE STARS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 19 PM 12:13

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "**Corporation**") under the Florida Business Corporation Act (the "**Act**"), as follows:

**I.
Name**

The name of the Corporation is **Future Stars, Inc.**

**II.
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**III.
Principal Office**

The principal office and mailing address of the Corporation is 2729 62nd Avenue South, St. Petersburg, Florida 33712.

**IV.
Nature of Business and Purposes**

The purpose for which the Corporation is organized is to engage in the day-to-day conduct of business in all aspects involving professional sports agency.

**V.
Capital Stock**

The Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which will be designated Common Stock.

**VI.
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 2729 62nd Avenue South, St. Petersburg, Florida 33712, and the name of its initial registered agent at such address is David A. Papa.

VII.
Directors

The Corporation will have 2 directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 1 director. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Angelo LoGrande	4250 46 th Avenue South St. Petersburg, Florida 33711
David A. Papa	2729 62 nd Avenue South St. Petersburg, Florida 33712

VIII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
David A. Papa	2729 62 nd Avenue South St. Petersburg, Florida 33712

IX.
Affiliated Transactions

The Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

X.
Control Share Acquisitions

The Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

XI.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

XII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XIII.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on February 14, 2002.

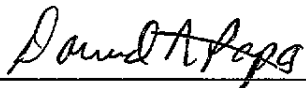


David A. Papa, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I accept the appointment as Registered Agent of the Company to accept service of process on its behalf, at the place designated in these Articles of Organization. I am familiar with, and accept, the obligations of my position as registered agent as provided for in the Act

Dated: February 14, 2002



David A. Papa