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AUTHORIZATION : *Patricia Pajuts*

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CUSTOMER NO: 8742A

CUSTOMER: Michael Lechtman, Esq  
Michael Lechtman, Esq

700005358207--1

17001 Ne Sixth Avenue  
North Miami Bea, FL 33162

DOMESTIC FILING

NAME: HLR TENNIS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (3) PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

FILED  
2002 APR 26 PM 1:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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02 APR 26 AM 8:53  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**HLR TENNIS, INC.**

**FILED**

2002 APR 26 PM 1:54

The name of this corporation is: HLR TENNIS, INC., a Florida corporation, The  
corporate address is: 750 N. E. 195<sup>th</sup> Street, North Miami Beach, Florida 33179. TALLAHASSEE FLORIDA

**ARTICLE II - DURATION**

The duration of this corporation shall be perpetual.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business for which corporation may be incorporated under Chapter 607, of the Florida Statutes.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue is FIVE HUNDRED (500) shares at ONE DOLLAR (\$1.00) par value, all of which are the same class, and are to be common shares.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder shall have the right to purchase his prorata share of any new stock of this corporation at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICER AND AGENT**

The street address of the initial registered agent of this corporation is: 750 N. E. 195<sup>th</sup> Street, North Miami Beach, Florida 33179; and the name of the initial Registered Agent at that address is: HEIDI ROSENBAUM.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one.

**NAME**

**ADDRESS**

HEIDI ROSENBAUM  
(President/Director/Secretary)

750 N. E. 195<sup>th</sup> Street  
North Miami Beach, Florida 33179

The name and address and principal place of business of the person that is signing these Articles of Incorporation is:

**NAME**

**ADDRESS**

HEIDI ROSENBAUM  
(President/Director/Secretary)

750 N. E. 195<sup>th</sup> Street  
North Miami Beach, Florida 33179

## **ARTICLE IX - BY-LAWS**

By-Laws may be repealed or amended, and new By-Laws may be adopted by either the Board of Directors, or the shareholders, but the Board of Directors may not amend or repeal any By-Laws adopted by the shareholders, if the shareholders specifically provide such By-Laws not subject to amendment or repeal by the Directors.

## **ARTICLE X - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan or merger shall be required in every case, whether or not approval is required by law.

## **ARTICLE XI - MANAGEMENT OF CORPORATION**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

## **ARTICLE XII - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## **ARTICLE XIII - AMENDMENT**

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

## **ARTICLE XIV - DIRECTOR'S COMPENSATION**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

## **ARTICLE XV - ASSETS**

The corporation shall have all of the corporate powers enumerated in Florida General Corporation Act, except that this corporation shall not have the power to sell, mortgage or pledge all or substantially all of its property and assets without prior shareholder's approval.

## **ARTICLE XVI - PREFERENCE, LIMITATIONS, AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK**

### **Section 1. DIVIDENDS**

The holders of record of the common shares of this corporation shall be entitled to dividends at such times as the corporation is authorized to pay dividends.

**Section 2. RIGHTS UPON LIQUIDATION OR DISSOLUTION**

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the outstanding common shares shall be paid from the remaining assets of the corporation ratably.

**Section 3. VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

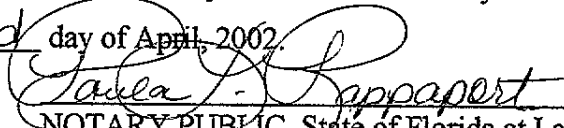
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 22nd day of April, 2002.

 (SEAL)  
HEIDI ROSENBAUM  
(INCORPORATOR)

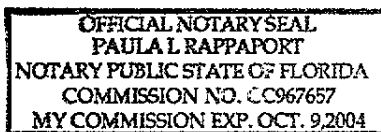
STATE OF FLORIDA     )  
                                  ) ss.  
COUNTY OF DADE     )

BEFORE ME, a Notary Public, authorized to take acknowledgments, personally appeared HEIDI ROSENBAUM, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath, and who executed the foregoing Articles of Incorporation and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the County and State aforesaid this 22nd day of April, 2002.

  
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

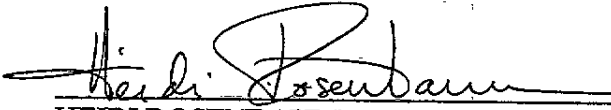


**ACCEPTANCE OF REGISTERED AGENT**

Having been named in these Articles of Incorporation to accept service of process for the within stated corporation, at the place designated therein, I hereby agree to act in this

capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 22nd day of April, 2002.

 (SEAL)  
HEIDI ROSENBAUM  
(REGISTERED AGENT)

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA