

P02 0000 51056

May 3, 2002

Florida Dept. of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32301

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05/06/02--01064--019  
\*\*\*\*157.50 \*\*\*\*78.75

Subj: Incorporation of MELBOURNE SPORTS TECHNOLOGY, INC.  
Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$78.75 to cover the filing fees.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Atlantic Paralegal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. Telephone Number (321) 773-2020.

Thank you for your assistance in this matter.

Sincerely,

  
John K. Pitkethly

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAY -02 AM 9:19

ARTICLES OF INCORPORATION  
OF  
MELBOURNE SPORTS TECHNOLOGY, INC.

FILED STATE  
SECRETARY OF FLORIDA  
TALLAHASSEE  
02 MAY -6 AM 9:19

ARTICLE I. NAME

The name of this corporation is  
MELBOURNE SPORTS TECHNOLOGY, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of  
transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100,000 shares  
of \$1.00 par value common stock, which shall be designated  
"common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new  
stock of this corporation of the same kind, class or series  
as that which he already holds, shall have the right to  
purchase his pro rata share (as nearly as may be done without  
issuance of fractional shares) at the price at which it is  
offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7713 Ellis Road, West Melbourne, Florida 32904 and the name of the initial registered agent of this corporation at that address is JOHN K. PITKETHLY.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

JOHN K. PITKETHLY  
190 DeSoto Parkway  
Satellite Beach, FL 32937

JAMES W. AUSTIN  
1400 Orange Street  
Melbourne Beach, FL 32591

YALE RUTSTEIN  
639 Hammock Road  
Melbourne Village, FL 32904

FRANKLIN C. HALE  
9015 C Manchester Lane  
West Melbourne, FL 32904

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 7713 Ellis Road, West Melbourne, Florida 32904 and the mailing address of the corporation is 7713 Ellis Road, West Melbourne, Florida 32904.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles is: JOHN K. PITKETHLY  
190 DeSoto Parkway  
Satellite Beach, Florida 32937

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation on this 3rd day of May, 2002.

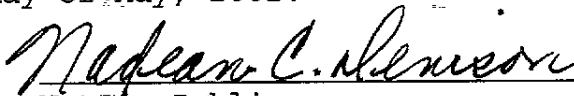
  
JOHN K. PITKETHLY

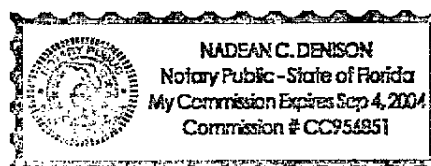
STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JOHN K. PITKETHLY, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 3rd day of May, 2002.

FL/DL

  
Notary Public



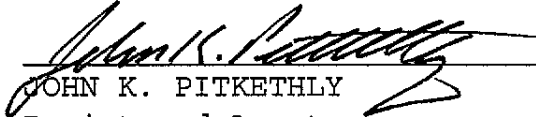
DESIGNATION  
AS  
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,  
Florida Statutes, the following is submitted:

That MELBOURNE SPORTS TECHNOLOGY, INC., desiring to organize  
under the laws of the State of Florida, with its principal office  
at 7713 Ellis Road, West Melbourne, Brevard County, Florida 32904  
has named JOHN K. PITKETHLY located at 7713 Ellis Road, West  
Melbourne, Brevard County, Florida 32904 as its agent to accept  
service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above named Corporation, at the place designated in this  
certificate, the undersigned agrees to act in this capacity,  
and agrees to comply with the provisions of Florida law  
relative to keeping the designated office open.

  
JOHN K. PITKETHLY  
Registered Agent

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 MAY -6 AM 9:19