MAXWELL TAX & ACCOUNTING, INC.

P02000110304

October 1, 2002

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-10/11/02--01025--013
*****87.50   *****87.50

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

RE: Incorporation of Celsius Tennis Academy, Inc

Dear Sir of Madam:

Please file the enclosed Articles of Incorporation for the above referenced corporation. I have also enclosed a check in the amount of $ 87.50 which is for the following :

$ 35.00 Filing Fee
8.75 Certified Copy of Articles of Incorporation
35.00 Registered Agent
8.75 Certificate of Status
_____
$ 87.50 Total

If there are any questions please call me at 941-747-8100.
Thank you for your attention to this matter.

Sincerely,

Mary L Maxwell, E.A.

02 OCT 11 AM 10:49
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

T. SMITH OCT 1 4 2002

ARTICLES OF INCORPORATION

OF

CELSIUS TENNIS ACADEMY, INC

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

ARTICLE ONE

NAME

The name of the corporation is Celsius Tennis Academy, Inc

ARTICLE TWO

PRINCIPAL OFFICE

The street address of the principal place of business is:

500 Jefferson Ave Apt I-4
Sarasota, FL 34237 .

The mailing address is:

500 Jefferson Ave Apt I-4
Sarasota, FL 34237

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is

to conduct the business of sports instruction and related sales.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has

authority to issue is One Hundred (100), all of which will be

common shares with par value of One Dollar ($1.00) per share.

ARTICLE FIVE

INITIAL OFFICERS/DIRECTORS

The initial board of directors/officers of the corporation shall consist

of 1 member.

The name and address of the first board of directors/officers :

NAME	ADDRESS
Cary Cohenour President, Vice President Treasurer, Secretary	500 N Jefferson Ave Apt I-4 Sarasota, FL 34237

ARTICLE SIX

REGISTERED AGENT

The name and Florida street address of the registered agent is:

CARY COHENOUR   500 N Jefferson Ave Apt I-4
Sarasota, FL 34237

ARTICLE SEVEN

INCORPORATORS

The name and address of the incorporators are:

NAME	ADDRESS
CARY COHENOUR	500 N Jefferson Ave Apt I-4 Sarasota, FL 34237

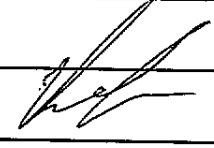# CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statues, 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: _____
      CELSIUS TENNIS ACADEMY, INC

2. The name and address of the registered agent and office is:
      Cary Cohenour
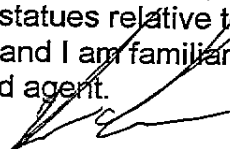
      500 N Jefferson Ave Apt I-4

      Sarasota, FL 34237

Signature _____
                (corporate officer)

Title ___ President

Date ___ 10/9/02

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 and agree to the act in this capacity. I futher agree to comply with the provisions of all statues relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature _____
                (registered agent)

Date ___ 10/9/02
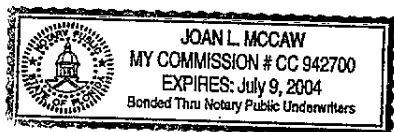
IN WITNESS WHEREOF, I have subscribed my name this
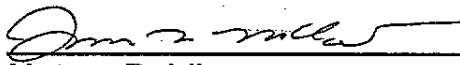
_9th_ day of _October_ , 2002.

[signature]

CARY COHENOUR, Incorporator

STATE OF FLORIDA)
COUNTY OF MANATEE)

On this _9th_ day of _October_, 2002, before me, the

undersigned officer, personally appeared CARY COHENOUR

known to me to be the person whose names are subscribed to the

instrument within or has produced _FL DL C500-101-67-378-0_, and

acknowledged they executed the same for the purposes contained

therein.

IN WITNESS WHEREOF, I hereunto set my hand and offcial
seal.

JOAN L. MCCAW
MY COMMISSION # CC 942700
EXPIRES: July 9, 2004
Bonded Thru Notary Public Underwriters

[signature]

Notary Public
State of Florida
My commission expires: