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Division of Corporations

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From:

Account Name : BROAD AND CASSEL-WPB  
Account Number : I19990000010  
Phone : (561) 832-3300  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**SPORTS PERFORMANCE COMPANIES, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
SPORTS PERFORMANCE COMPANIES, INC.**

The undersigned, as incorporator, hereby forms a corporation with the meaning of the applicable provisions of Chapter 607, Florida Statutes:

**ARTICLE I  
NAME**

The name of the corporation is SPORTS PERFORMANCE COMPANIES, INC. (the "Corporation").

**ARTICLE II  
DURATION**

The Corporation shall exist commencing on the date of filing of these Articles of Incorporation with the Florida Secretary of State, and the Corporation's existence shall be perpetual.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a corporation under the laws of Florida.

**ARTICLE IV  
PLACE OF PRINCIPAL OFFICE**

The mailing address and the street address of the Corporation's principal office is: 37 North Orange Avenue, Suite 500, Orlando, Florida 32801.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Matthew G. Schindel, Esq. The street address of the initial registered agent of the Company is: c/o Broad and Cassel, One North Clematis Street, Suite 500, West Palm Beach, Florida 33401.

**ARTICLE VI  
CAPITAL STOCK**

The Corporation is authorized to issue 100,000,000 shares of common voting stock with a par value of \$.001 per share.

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**ARTICLE VII**  
**DIRECTORS**

The Corporation shall have an initial Board of Directors consisting of TWO (2) Director.  
The initial Directors of the Corporation are:

ARTHUR J. HUDSON

WILLIAM E. FOLEY

37 North Orange Avenue  
Suite 500  
Orlando, FL 32801

37 North Orange Avenue  
Suite 500  
Orlando, FL 32801

**ARTICLE VIII**  
**AMENDMENT TO ARTICLES OF INCORPORATION AND BYLAWS**

The Board of Directors of the Corporation may adopt, alter, amend, or repeal these  
Articles of Incorporation and the By-laws of the Corporation.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the incorporator is:

WILLIAM E. FOLEY

37 North Orange Avenue  
Suite 500  
Orlando, Florida 32801

The undersigned executed these Articles of Incorporation on the 17<sup>th</sup> day of April, 2003.

  
WILLIAM E. FOLEY, Incorporator

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, and being familiar with the obligations of that position, 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.



Matthew G. Schindel, Esq.

Dated: April 17, 2003

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