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Gary S. Gostel
Attorney at Law

Two Oatran Center 9130 South Oadeland Blvd. Suite 1101 Miami, Florida 33156 Tel. (305) 670-4455 Fax. (305) 670-4422

February 24, 2004

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Flavors Sports, Inc./Articles of Incorporation

Gentlemen:

Enclosed herewith please find <u>original</u> and one copy of Articles of Incorporation for filing. I have enclosed my Trust Account check in the amount of \$78.75 made payable to the Department of State representing filing fees and for certification of the copy of the Articles.

Thank you for your kind courtesies.

GSG/mb Enclosures

ARTICLES OF INCORPORATION

FILED

OF

04 FEB 26 PM 3: 56

SECRETARY OF STATE TALLAHASSEE, FLORIDA

FLAVORS SPORTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: FLAVORS SPORTS, INC., a Florida corporation.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Reginald L. Wellman 11401 N.W. 12th Street Suite 338 Miami, Florida 33172

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 shares of common stock at \$1.00 par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

REGINALD L. WELLMAN

11401 N.W. 12th Street Suite 338 Miami, Florida 33172

<u>ARTICLE V – INCORPORATORS</u>

The name and street address of the incorporator to these Articles of Incorporation

is:

REGINALD L. WELLMAN

11401 N.W. 12th Street Suite 338 Miami, Florida 33172

The unders	signed has executed these Articles of	f Incorporation this <u>6</u> d	ay of
te5;	, 2004.	- · · · ·	

REGINALD L. WELLMAN

CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPELTE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

REGINALD L. WELLMAN

DATED: February 6, 2004

ao1.1/Flavors Sports, Inc.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, 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 FLAVORS SPORTS, INC., a Florida corporation.
 - 2. The name and address of the registered agent is:

REGINALD L. WELLMAN

11401 N.W. 12th Street Suite 338 Miami, Florida 33172 O4 FEB 26 PM 3: 56
SECTIONAL STATE

REGINALD L. WELLMAN

DATED: /

2004

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 AS REGISTERED AGENT AND AGREE TO ACT IN THIS