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(Requestor's Name)

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☐ PICK-UP ☐ WAIT ☐ MAIL

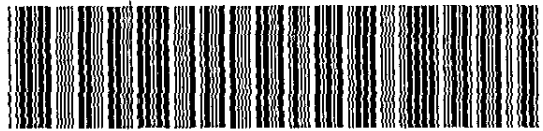
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

08-20-04
JP

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Footbell + International
Media Corporation*

Signature _____

Requested by: *WL* *8/20* *11:00*

Name _____

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Walk-In _____

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☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

**ARTICLES OF INCORPORATION
OF
FOOTBALL & INTERNATIONAL MEDIA CORPORATION**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

FOOTBALL & INTERNATIONAL MEDIA CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/ mailing address is:

2121 S.W. 3rd Avenue - 2nd Floor
Miami, Florida 33129

ARTICLE III - PURPOSE

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the United States of America and the State of Florida.

ARTICLE IV - SHARES

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 10,000,000 shares of common stock having no par value.

ARTICLE V - CORPORATION EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

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TALLAHASSEE, FLORIDA

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have at least one director, initially. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the corporation, but shall not be less than one nor more than seven. The name and street address of the member of the First Board of Director of the corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

<u>Name</u>	<u>Address</u>
Harry Gurwitch	2121 S.W. 3 rd Avenue - 2 nd Floor Miami, Florida 33129

Members of the Board of Directors or of any Executive Committee thereof shall be deemed present at a meeting of such Board or committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time, is used.

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has such a direct or indirect interest.

ARTICLE VII - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Harry Gurwitch - President, Secretary and Treasurer

ARTICLE VIII

The initial registered agent of this corporation is Harry Gurwitch, and his mailing address is 2121 S.W. 3rd Avenue - 2nd Floor, Miami, Florida 33129

ARTICLE IX

The name and street address of the incorporator signing these articles is:

Name

Address

Harry Gurwitch

2121 S.W. 3rd Avenue - 2nd Floor
Miami, Florida 33129

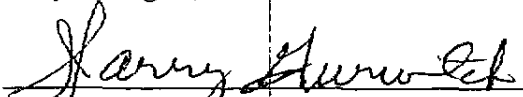
ARTICLE X - BY-LAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the boards of directors. Nevertheless, the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XI - AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any such right conferred upon the shareholders is subject to this reservation.

EXECUTED at Miami, Florida, this 18 day of August, 2004.


HARRY GURWITCH

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared HARRY GURWITCH, to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of FOOTBALL & INTERNATIONAL MEDIA CORPORATION, acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 18 day of August, 2004.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

(NOTARIAL SEAL)



CERTIFICATE DESIGNATING RESIDENT AGENT AND REGISTERED OFFICE

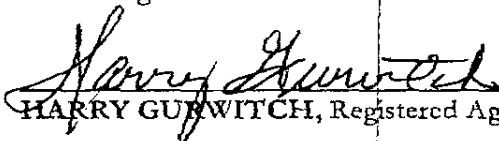
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

FOOTBALL & INTERNATIONAL MEDIA CORPORATION desiring to organize under the laws of the State of Florida, hereby designates **HARRY GURWITCH** as its registered agent and 2121 S.W. 3rd Avenue - 2nd Floor, Miami, Florida 33129 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.


HARRY GURWITCH, Registered Agent