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PEWTER REPORT, INC.

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Restated Act  
11-13-06

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**RESTATED ARTICLES OF INCORPORATION  
PEWTER REPORT, INC.**

The Board of Directors of Pewter Report, Inc., a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopt the following Restated Articles of Incorporation (the "Articles of Incorporation") for such:

**ARTICLE I  
NAME**

The name of the corporation is **PEWTER REPORT, INC.** (hereinafter referred to as the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The Corporation's principal office and the mailing address of the Corporation is:

8910 N Dale Mabry Hwy. Ste 37  
Tampa, FL 33614

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of providing sports news, opinion and information services in any and all media and multimedia formats and channels.

**ARTICLE IV  
CAPITAL STOCK**

The total number of shares of capital stock which the Corporation shall have authority to issue is Four Hundred Eighty One Thousand Two Hundred Fifty (481,250) shares of common stock, par value \$0.001 per share (the "Common Stock"), of which Three Hundred Eighty Five Thousand (385,000) shares shall be shares of Class A Voting Common Stock, par value \$0.001 per share (the "Class A Common Stock") and Ninety Six Thousand Two Hundred Fifty (96,250) shares shall be shares of Class B Non-Voting Common Stock, par value \$0.001 per share (the "Class B Common Stock"). All shares of common stock issued and outstanding immediately prior to effective date of the filing of these Articles of Incorporation with the State of Florida, shall become shares of Class A Common Stock.

**A. CLASS A VOTING COMMON STOCK**

1. Voting. The holders of the Class A Common Stock are entitled to one vote for each share of Class A Common Stock held at all meetings of shareholders (and written actions in lieu of meetings).

**B. CLASS B NON-VOTING COMMON STOCK**

2. Voting. The holders of the Class B Common Stock are not entitled to vote at any meetings of shareholders (and written actions in lieu of meetings).

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C. DIVIDEND AND LIQUIDATION RIGHTS

1. Dividend And Liquidation Rights. Except for the voting rights as described above, the dividend, liquidation and other rights of the Class A Common Stock and Class B Common Stock shall be equal.

**ARTICLE V  
OFFICERS AND BOARD OF DIRECTORS**

Subject to any additional vote required by this Articles of Incorporation, the number of directors of the Corporation shall be determined in the manner set forth in the Bylaws of the Corporation. The officers of the Corporation shall be determined in the manner set forth in the Bylaws of the Corporation.

**ARTICLE VI  
REGISTERED AGENT AND OFFICE**

The name of the registered agent of the Corporation and the street address of the registered office of the Corporation are as follows:

Gregory C. Yadley  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

**ARTICLE VII  
INCORPORATOR**


The name and address of the person who signed the original Articles as Incorporator are:

Gregory C. Yadley  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

**ARTICLE VIII  
INDEMNIFICATION**

The Corporation shall, to the full extent permitted by Florida law, indemnify any person who is or was a director or officer of the Corporation or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise. The Corporation may, to the full extent permitted by Florida Law, indemnify any person who is or was an employee or agent of the Corporation or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned has executed these Restated Articles of Incorporation this 31 day of Oct, 2006.

  
\_\_\_\_\_  
Hugh MacArthur  
Chief Executive Officer