

**Electronic Articles of Incorporation
For**

P06000122249
FILED
September 22, 2006
Sec. Of State
jshivers

M&S ALL SPORTS MANAGEMENT, INC.

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

Article I

The name of the corporation is:

M&S ALL SPORTS MANAGEMENT, INC.

Article II

The principal place of business address:

560 VILLAGE BLVD
SUITE 270
WEST PALM BEACH, FL. 33409

The mailing address of the corporation is:

560 VILLAGE BLVD
SUITE 270
WEST PALM BEACH, FL. 33409

Article III

The purpose for which this corporation is organized is:

ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE STATE OF FLORIDA. THE CORP SHALL HAVE & EXERCISE ALL POWERS NOW OR HEREINAFTER CONFERRED BY THE STATE OF FL, AS MAY NOW EXIST OR MAY BE ENACTED.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

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

SCOTT J STERNBERG
560 VILLAGE BLVD
SUITE 270
WEST PALM BEACH, FL. 33409

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SCOTT J STERNBERG

Article VI

The name and address of the incorporator is:

SCOTT J STERNBERG, ESQUIRE
560 VILLAGE BLVD
SUITE 270
WEST PALM BEACH, FL 33409

Incorporator Signature: SCOTT J STERNBERG, ESQUIRE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
LYLE B MASNIKOFF
560 VILLAGE BLVD, STE 270
WEST PALM BEACH, FL. 33409

Title: VP
SCOTT J STERNBERG
560 VILLAGE BLVD, STE 270
WEST PALM BEACH, FL. 33409

Title: T
WENDY W STERNBERG
560 VILLAGE BLVD, STE 270
WEST PALM BEACH, FL. 33409

Title: S
ALICIA A MASNIKOFF
560 VILLAGE BLVD, STE 270
WEST PALM BEACH, FL. 33409