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(Re	equestor's Name)	
. (Ad	ldress)	
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· (Cit	ty/State/Zip/Phone	: #)
PICK-UP	WAIT	MAIL
(Bu	isiness Entity Nam	ne) .
(Do	ocument Number)	
Certified Copies	_ Certificates	of Status
Special Instructions to	Filing Officer:	
		41)
	Office Use Onl	V (11/8)

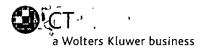


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SECRETATY OF STATE
AND ANASSEE. FLORIDA

OZAPRILI PRILIS



CT 1203 Governors Square Blvd. Tallahassee, FL 32301-2960 850 222 1092 tel 850 222 7615 fax www.ctlegalsolutions.com

April 11, 2007

Department of State, Florida Clifton Building 2611 Executive Center Circle Tallahassee FL 32301

Re: Order #: 6899224 SO

Customer Reference 1: 034284 Customer Reference 2: 3

Dear Department of State, Florida:

Please obtain the following:

Urban Coast, Inc. (FL) Incorporation Florida

Urban Coast, Inc. (FL) Conversion Florida

Urban Coast, Inc. (FL) Obtain Document - Misc - Certified Copy of Conversion Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

O7 APR 11 PH 3: 13
SEPTEMBER OF STATE

a Wolters Kluwer business

1203 Governors Square Blvd. Tallahassee, FL 32301-2960

850 222 1092 tel 850 222 7615 fax www.ctlegalsolutions com

Sincerely,

Ashley A. Mitchell

Ashley A. Mitchell

Fulfillment Specialist
Fulfillment Specialist
Ashley.Mitchell@wolterskluwer.com

Certificate of Conversion For "Other Business Entity" Into **Florida Profit Corporation**

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

Urban Coast, Inc.	
(Enter Name of Other Business Entity)	
2. The "Other Business Entity" is a corporation	
(Enter entity type. Example: limited liability company, limited partn proprietorship, general partnership, common law or business true	
first organized, formed or incorporated under the laws of Massachusetts	
(Enter state, or if a non-U.S. entity, the name of the country)
on 11/13/2001	<u>.</u>
(Enter date "Other Business Entity" was first organized, formed or in-	corporated)
3. If the jurisdiction of the "Other Business Entity" was changed, the state or claws of which it is now organized, formed or incorporated:	ountry unde
4. The name of the Florida Profit Corporation as set forth in the <u>attached Arti</u> Incorporation:	cles of
Urban Coast, Inc.	

5. If not effective on the date of filing, enter the eff (The effective date: 1) cannot be prior to nor medocument is filed by the Florida Department of Seffective date listed in the attached Articles of Intherein.)	ore than 90 days after the date State; <u>AND</u> 2) must be the sam	tnis e as the			
Signed this 2nd day of April	, 20_07				
Signature: WYC M					
(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator.)					
Printed Name: SMAE LAZEUBY Title:	President				
		OT APR 11 PH 3: 13 SECRETARY OF STATE TALLAHASSEE. FLORIDA			
		RII PE			
		F STATE			
Fees:		A. C.			
Certificate of Conversion: Fees for Florida Articles of Incorporation: Certified Copy: Certificate of Status:	\$35.00 \$70.00 \$8.75 (Optional) \$8.75 (Optional)				

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Urban Coast, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

6 Belleview Boulevard, #208, Belleair, FL 33756

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: sports and entertainment marketing and consulting

ARTICLE IV SHARES

The number of shares of stock is: 200,000 Common \$.01 par value

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Soosie L. Lazenby - President, Treasurer and Director

Michael N. Sheetz - Secretary

George W. Spowart - Director

all at the above address

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Soosie L. Lazenby, 6 Belleview Boulevard, #208, Belleair, FL 33756



ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Soosie L. Lazenby, 6 Belleview Boulevard, #208, Belleair, FL 33756

Having been named as registered agent to accept service of process for the designated in this certificate, I am familiar with and accept the appointment a capacity	e above stated corporation at the place s registered agent and agree to act in this
Nore h	4/2/07
Signature/Registered Agent	Date
() who or	4/2/07 9
Signature/Incorporator	Date PC
Effective date: May 1, 2007	
	TO THE SE