

LAW OFFICES
OF
STEVEN WARM
BOCA CORPORATE CENTER
2101 CORPORATE BOULEVARD
SUITE 215
BOCA RATON, FLORIDA 33431

TELEPHONE (407) 996-7877
TELEFAX (407) 996-7878

MEMBER OF
FL AND NJ BAR

February 6, 1995

Florida
Department of State
Corporate Division
P. O. Box 67
Tallahassee, Florida 32304

In Re: SportScene Publishing Corp.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the above-referenced for-profit Incorporation Articles of Incorporation. Please file the original in your offices, certify and return to us one certified copy.

We are enclosing our check in the amount of \$ 122.50 covering:

\$ 35.00 filing fee
\$ 35.00 registered agent fee
\$ 52.50 certified copy

Sincerely,

STEVEN WARM, ESQUIRE
SW:sh

Enclosures

EFFECTIVE DATE

FEB - 6 1995

FILED
95 FEB - 9 AM 8 41
TALLAHASSEE, FLORIDA

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T. BROWN FEB 13 1995

ARTICLES OF INCORPORATION
OF
SportScene Publishing Corp.

FILED
95 FEB -9 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE
NAME OF CORPORATION

EFFECTIVE DATE
FEB - 6 1995

The name of the corporation is SportScene Publishing Corp.

ARTICLE TWO
DURATION

This corporation shall have perpetual existence commencing on the effective date of the filing of these Articles with the Department of State.

ARTICLE THREE
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as same now exists or as it may hereafter be amended.

ARTICLE FOUR
CAPITAL STOCK

This corporation is authorized to issue 1000 shares of (\$ 0.01) par value common stock which shall be designated as "Common Shares".

ARTICLE FIVE
PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE SIX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8231 Little Beth Drive East, Boynton Beach, Florida 33437 and the initial registered agent of this corporation at that address is SHARYLL HERRINGTON. The corporation's principal business address shall be 8231 Little Beth Drive East, Boynton Beach, Florida 33437.

ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS

The corporation shall have one Director constituting the Initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The names and addresses of the Initial Board of Directors of the corporation are as follows:

SHARYLL HERRINGTON
8231 Little Beth Drive East
Boynton Beach
Florida
33437

ARTICLE EIGHT
INCORPORATORS

The name and address of the Incorporator signing these articles is

SHARYLL HERRINGTON 8231 Little Beth Drive East
Boynton Beach, Florida 33437

ARTICLE NINE
INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE TEN

AMENDMENT


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE ELEVEN

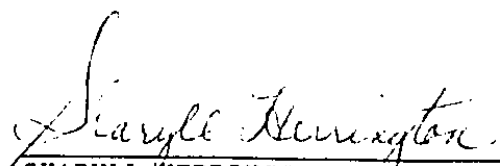
EFFECTIVE DATE

It is intended that these Articles shall be submitted for recording forthwith and, pursuant to law, shall be deemed effective as of the date of execution hereof.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 6th day of February, 1995.


SHARYLL HERRINGTON
Incorporator

I HEREBY ACKNOWLEDGE THAT I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES OF REGISTERED AGENT FOR THE WITHIN CORPORATION.


SHARYLL HERRINGTON, REGISTERED AGENT