

THOMAS D. WARNER
Attorney at Law
Northwest Plaza
1416 W. 16th Street - Suite 108
Davenport, Iowa 52804

FILED
1995 FEB 27 PM 3:00

Phone: (319) 326-2250

Admitted to Practice in Iowa & Illinois
TALLAHASSEE, FLORIDA

P950000/6562
February 21, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SPORTS AVENUE OF FLORIDA, INC.

Enclosed is an original and one (1) copy of the articles of incorporation, the certificate of designation of registered agent/office, and a check for \$78.75.

Very truly yours,

Thomas D. Warner
Thomas D. Warner

enclosures

DB 2/28/95

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*****78.75 *****78.75

ARTICLES OF INCORPORATION
OF
SPORTS AVENUE OF FLORIDA, INC.

FILED
1935 FEB 27 PM 3:00
TALLAHASSEE, FLORIDA

TO: THE SECRETARY OF STATE

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is:

SPORTS AVENUE OF FLORIDA, INC.

(the "Corporation").

ARTICLE II

Purpose

The Corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III

Principal Office

The street address of the Corporation's principal office is:

1310 - 38th Avenue Court
Rock Island, IL 61201.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Five-hundred thousand (500,000) consisting of one class, without par value.

ARTICLE V

Initial Registered Agent and Registered Office

The name of the Corporation's initial registered agent and the street address of the Corporation's initial registered office are:

Dirk Hiler
5919 Kendrew Drive
Port Orange, FL 32127.

ARTICLE VI

Incorporator

Thomas D. Warner
515 E 30th Street
Davenport, IA 52803

Dated this 20 day of February, 1995.


Thomas D. Warner, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS
OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIG-
NATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the corporation is: SPORTS AVENUE OF FLORIDA, INC.

2. The name and address of the registered agent and office is:

Dirk Hiler

(Name)

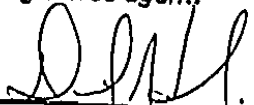
5919 Kendrew Dr

(P.O. Box not acceptable)

Port Orange, FL 32127

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the
above stated corporation at the place designated in this certificate, I hereby accept
the appointment as registered agent and agree to act in this capacity, I further agree
to comply with the provisions of all statutes relating to the proper and complete perfor-
mance of my duties, and I am familiar with and accept the obligations of my position
as registered agent.*



(Signature)

2/9/95

(Date)