

P95000017768

TRANSMITTAL LETTER

FILED
55 MAR - 2 PM 6:19
TALLAHASSEE, FLORIDA

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

4000001141218-14
-03/02/95- 01101--012
****10.25 ****14.25

SUBJECT: ADVANTAGE SPORTS SUMMER GAMES 1996, INC
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Peter J. Somma, Jr., Esq.
Name (printed or typed)
30 Oak Street
P. O. Box 3610
Address
Stamford, Connecticut 06905
City, State & Zip
203-327-0625
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN MAR - 3 1995

FILED
95 MAR -2 PM 4:19
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: ADVANTAGE SPORTS SUMMER GAMES 1996, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

400 Main Street
Suite 711
Stamford, CT 06901

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

SIX HUNDRED (600) SHARES COMMON STOCK

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ANSO. KLINGER
1717 North Bayshore Drive
No. 1451
Miami, Florida 33132
Telephone No.: 305-377-6708

ARTICLE V INCORPORATOR(S)

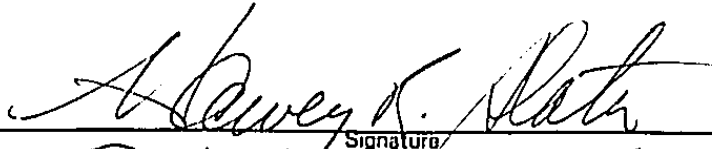
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

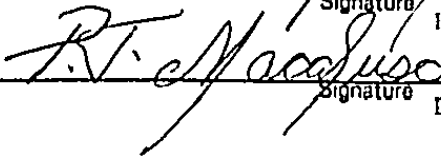
HARVEY R. SLATER
1 Country Road
Westport, CT 06880

P. J. MACALUSO
707 South Sierra
Solana Beach, California 92075

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

1st day of March, 19 95.



Signature Harvey R. Slater


Signature P. J. Macaluso

Signature

Articles of Incorporation
Filing Fee - \$35

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 DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ADVANTAGE SPORTS SUMMER GAMES 1996, INC.

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

ANSON KLINGER

(Name)

1717 North Bayshore Drive

(P.O. Box not acceptable)

No. 1451

Miami, Florida

(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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

* 
(Signature)

Anson Klinger

FEB. 27th 1995
(Date)

P95000017768

Peter J. Somma, Jr.
Attorney and Counsellor at Law
30 Oak Street
Stamford, Connecticut 06905

Peter J. Somma, Jr.
Laurence T. Somma
Kathleen A. Gundeck
Legal Assistant

Telephone
(203) 327-0625
Fax
(203) 324-7459

August 29, 1995

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-09/01/95--01004--010
*****70.00

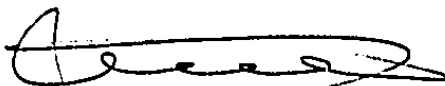
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Advantage Sports Summer games 1996, Inc.

Gentlemen:

Enclosed herewith find Articles of Amendment to Articles of Incorporation of Advantage Sports Summer Games 1996, Inc. Form, and Certificate of Designation of Registered Agent/Registered Office form, together with a check for \$70.00 representing the filing fee.

Sincerely,



Peter J. Somma, Jr.

PJS:Kag
Enclosure

SH SEP - 6 1995

Amended.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 31 AM 10:53

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ADVANTAGE SPORTS SUMMER GAMES 1996, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Principal Place of Business: 132 Tara Lakes Drive West
Boynton Beach, Florida 33436
c/o Geraldine Delibero

Mailing Address: c/o Mastro & Sandler
450 7th Avenue
Suite 3005
New York City, New York 10123

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DIVISION OF CORPORATIONS
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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: NONE

THIRD: The date of each amendment's adoption: August 28, 1995

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

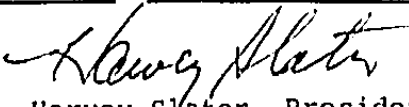
☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____."
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 28th of August, 1995.


Signature Harvey Syater, President
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

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DIVISION OF CORPORATIONS
95 AUG 31 AM 10:53



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 6, 1995

Peter J. Somma, Jr., Esq.
30 Oak St.
Stamford, CT 06905

SUBJECT: ADVANTAGE SPORTS SUMMER GAMES 1996, INC.
Ref. Number: P95000017768

We have received your document for ADVANTAGE SPORTS SUMMER GAMES 1996, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete the enclosed change of registered agent form. The \$70 previously submitted will be applied to the filing fee.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 295A00041167

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 14 PM 1:06

Peter J. Somma, Jr.
Attorney and Counsellor at Law
30 Oak Street
Stamford, Connecticut 06905

Peter J. Somma, Jr.
Laurence T. Somma
Kathleen A. Gundeck
Legal Assistant

September 13, 1995

Telephone
(203) 327-0625
Fax
(203) 324-7459

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

Re: Advantage Sports Summer Games 1996, Inc.
Ref. No. P95000017768
Letter No. 295A00041167

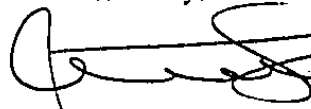
Att: Steven Harris
Corporate Specialist

Gentlemen:

As per yours of September 6, 1995 I enclose the following:

1. Fully executed Statement of Change of Registered Office or Registered Agent or Both for Corporations; and
2. Copy of your letter dated September 6, 1995 regarding the above-referenced matter.

Sincerely,


Peter J. Somma, Jr.

PJS:Kag
Enclosures

FILED
DIVISION OF STATE
CORPORATIONS
95 SEP 14 AM 10:06

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of _____ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: ADVANTAGE SPORTS SUMMER GAMES 1996, INC.

1b. The mailing address of the corporation is : c/o Mastro & Sandler, 450 7th Avenue,
Suite 3005, New York City, New York 10123

1c. Date of Incorporation: March 2, 1995 Document number: P95000017768

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

ANSON KLINGER

1717 North Bayshore Drive #1451

Miami, Florida 33132

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

GERALDINE DELIBERO

132 Tara Lakes Drive West

Boynton Beach, Florida 33436

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Harvey Slater
(Signature of an officer, chairman or
vice chairman of the board)

September 11, 1995

(Date)

HARVEY SLATER, President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Geraldine F. DeLibero
(Signature of Registered Agent)

September 12, 1995

(Date)

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

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DIVISION OF CORPORATIONS
95 SEP 14 PM 1:06

F & L Associates
ACCOUNTANTS

67 GREENWOOD ROAD

OLD BRIDGE, NEW JERSEY 08857

(908) 525-9391

July 9, 1997
P95000017768

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

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-07/21/97--01083--010
*****43.75 *****43.75

Re: Articles of Dissolution

Advantage Sports Summer Games 1996, Inc. EIN# 06-1421408

Advantage Sports Hospitality & Merchandising Co., Inc. EIN# 22-3387683

To whom it may concern,

Enclosed please find articles of dissolution for both above named corporations. If there are any questions please call (908) 525-9391. Our return address is: c/o Lauricella 67 Greenwood Road, Old Bridge, NJ 08857. We have enclosed 2 checks in the amount of \$43.75 each. We would like a certificate of status for each corporation. Thank you for your cooperation and anticipated assistance in this matter.

Sincerely,

Frank Lauricella
Frank Lauricella

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 21 PM 3:21

APPROVED
AND
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7-21-97
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Carol

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: ADVANTAGE SPORTS SUMMER
GAMES 1996, INC.

SECOND: The date dissolution was authorized: 1/1/97

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

(voting group)

Signed this 14TH day of JULY, 19 97

Signature

X Harvey Slater
(By the Chairman or Vice Chairman of the Board, President, or other officer)

HARVEY SLATER

(Typed or printed name)

Pres.

(Title)

RECEIVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

57 JUL 21 PM 3:24