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(((H95000002535)))
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: AMERICAN FAN ASSOCIATION, INC.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
AMERICAN FAN ASSOCIATION, INC.

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SSMR-6 PH12-5
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this Corporation shall be:

AMERICAN FAN ASSOCIATION, INC.
4800 North Federal Highway
Suite 301B
Boca Raton, FL 33431

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

NUMBER OF SHARES AUTHORIZED	PAR VALUE PER SHARE	CLASS OF STOCK
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

Prepared by:
Adam Bankier
4800 N. Federal Hwy #105E
Hollywood, FL 33431
Fla. Bar No. 564737
407-368-8800

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ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this Corporation shall be 4800 North Federal Highway, Suite 301E, Boca Raton, FL 33431 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be LAWRENCE D. RUSSELL.

ARTICLE VI

This Corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the Corporation be managed by the stockholders.

ARTICLE VII

The name and address of the first director of the Corporation, who shall hold office for the first year or until his successor is duly elected and qualified, shall be:

LAWRENCE D. RUSSELL	4800 North Federal Highway
	Suite 301E
	Boca Raton, FL 33431

ARTICLE VIII

The name and address of the incorporator is:

LAWRENCE D. RUSSELL	4800 North Federal Highway
	Suite 301E
	Boca Raton, FL 33431

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ARTICLE IX

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

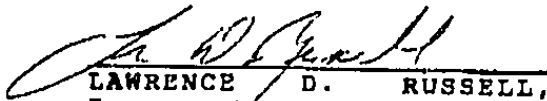
ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE XI

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 3 day of March, 1995.


LAWRENCE D. RUSSELL,
Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with the laws of the State of Florida, the
following is submitted:

First -- That AMERICAN FAN ASSOCIATION, INC. desiring to
organize under the laws of the State of Florida, has named LAWRENCE
D. RUSSELL as its statutory registered agent.

Having been named the statutory agent of the above Corpora-
tion at the place designated in this certificate, I hereby accept
the same and agree to act in this capacity, and agree to comply
with the provisions of Florida law relative to keeping the
registered office open.

Dated this 3 day of March, 1995.

Lawrence D. Russell
LAWRENCE D. RUSSELL,
REGISTERED AGENT

FILED
95 MAR -6 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS

The foregoing instrument was acknowledged before me on this
3 day of March, 1995, by LAWRENCE D. RUSSELL as
Incorporator of AMERICAN FAN ASSOCIATION, INC. on behalf of the
Corporation, who
[] is personally known to me, or
[✓] has produced Florida Driver's License as identification.

Phyllis D. Weiner
Notary Public
State of Florida at Large

Print Name: Phyllis D. Weiner

My Commission Expires:

OFFICIAL NOTARY SEAL
PHYLLIS D WEINER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC310450
MY COMMISSION EXP. AUG. 23, 1997