

P95000020714

CUMMINGS & LOCKWOOD

A PARTNERSHIP OF PROFESSIONAL CORPORATIONS

JOE B. COX, P.A.
BOARD CERTIFIED TAX LAWYER
BOARD CERTIFIED WILLS, TRUSTS
& ESTATES LAWYER
FELLOW, THE AMERICAN COLLEGE OF
TRUST & ESTATE COUNSEL

LAWRENCE A. FARESE, P.A.
BOARD CERTIFIED CIVIL TRIAL LAWYER
MEMBER, NATIONAL BOARD
OF TRIAL ADVOCACY

J. DUDLEY GOODLETTE, P.A.
BOARD CERTIFIED REAL ESTATE LAWYER

F. EDWARD JOHNSON
BOARD CERTIFIED WILLS, TRUSTS
& ESTATES LAWYER

KENNETH R. JOHNSON
KENNETH D. KRIER, P.A.
BOARD CERTIFIED WILLS, TRUSTS
& ESTATES LAWYER

WILLIAM R. O'NEILL, P.A.
CATHY S. REIMAN, P.A.
BOARD CERTIFIED CIVIL TRIAL LAWYER

HOWARD S. TUTTILL*
GEORGE A. WILSON, P.A.
BOARD CERTIFIED WILLS, TRUSTS
& ESTATES LAWYER

*ADMITTED IN CONNECTICUT & NEW YORK ONLY

POST OFFICE BOX 413032
3001 TAMiami TRAIL, NORTH
NAPLES, FLORIDA 33941-3032
(813) 262-8311
FAX (813) 263-0703
FAX (813) 262-6092

KEVIN G. COLEMAN
CHARLES R. GERRICK
BOARD CERTIFIED WILLS, TRUSTS
& ESTATES LAWYER
KELLEY E. GERAUGHTY
WILLIAM J. HAZZARD
HOWARD M. HULSA
ROBERT KOOP JOHNSON
ALISON C. KLEYN
LESTER B. LAW
STEPHEN C. PIERCE

March 10, 1995

WRITER'S DIRECT DIAL NUMBER

(813) 649-3119

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

100001428461
-03/13/95--01111--018
****122.50 ****122.50

Re: Sunshine Invitational Basketball Clinic, Inc.

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation (the "Articles") for the Sunshine Invitational Basketball Clinic, Inc. along with a check for \$122.50 to cover the filing fee and the cost for a certified copy.

Also enclosed is a copy of a letter from your office (the "Letter") confirming that the above-referenced name had been reserved for 120 days beginning December 14, 1994, and that the name had been assigned the reservation number R94000005898. Since the Letter is addressed to me and Brian S. Kennedy is the sole incorporator, this copy will verify that both the Letter and the Articles pertain to the same corporation.

If you have any questions regarding this matter please feel free to contact me.

Very Truly Yours,

Thomas F. Rieger

Thomas F. Rieger

126527

FILED
95 MAR 13 PM 3:35
TALLAHASSEE, FLORIDA
D. BROWN MAR 14 1995

ARTICLES OF INCORPORATION

OF

SUNSHINE INVITATIONAL BASKETBALL CLINIC, INC.

FILED
55 MAR 13 PM 3:35
RECORDED
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

SUNSHINE INVITATIONAL BASKETBALL CLINIC, INC.

SECOND: The principal office or mailing address of the Corporation is:

353 Cuddy Court
Naples, Florida 33940

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock, and the par value of each such share shall be TEN CENTS (\$.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

3174 Tamiami Trail East
Naples, Florida 33962

and the name of the Corporation's initial registered agent at such address is:

Kristine W. Kennedy

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is three (3), and the name and address of the persons who are to serve as directors of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as follows:

Robert W. Kennedy, Jr.
Rd #4 Box 4156
Stroudsburg, Pennsylvania 18360

Brian S. Kennedy
Rd #4 Box 4156
Stroudsburg, Pennsylvania 18360

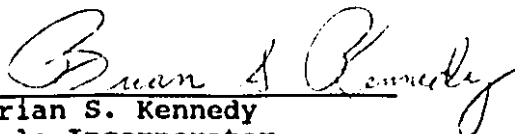
David Pump
18444 Lemarsh Street # 41
Northridge, California 91325

FILED
95 MAR 13 PM 3:35
TALLAHASSEE, FLORIDA

SIXTH: The name and address of the sole incorporator
is:

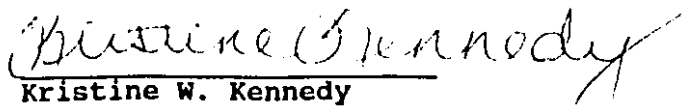
Brian S. Kennedy
Rd #4 Box 4156
Stroudsburg, Pennsylvania 18360

IN WITNESS WHEREOF, the undersigned, being the sole
incorporator hereinbefore named, for the purpose of forming a
corporation under the Florida Business Corporation Act has
executed these Articles of Incorporation this ____ day of
March, 1995.



Brian S. Kennedy
Sole Incorporator

I, Kristine W. Kennedy, having been designated to act
as registered agent, hereby agree to act in this capacity.



Kristine W. Kennedy
Initial Registered Agent



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 14, 1994

THOMAS F. RIEGER
CUMMINGS & LOCKWOOD
P.O. BOX 413032
NAPLES, FL 33941-3032

The name SUNSHINE INVITATIONAL BASKETBALL CLINIC, INC. has been reserved for 120 days beginning December 14, 1994. The reservation number is R9400005898 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Trevor Brumbley

Letter number: 394A00052970