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Peter Keating
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FILED

95 APR 10 AM 9:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Peter Keating

April 7, 1995

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Florida Department of State
The Honorable Jim Smith
Secretary of State
P. O. Box 6327
Tallahassee, Florida 32314

RE: "HIGH 5" SPORTS PUB, INC.,

Dear Mr. Smith:

Enclosed herewith you will please find an original and a copy of the Articles of Incorporation of the above styled Corporation for the filing of same. I am also enclosing my check made payable to your order in the amount of \$122.50.

Kindly forward the Certificate of Incorporation, together with the Certified copy of the Articles of Incorporation to me in the manner usually provided for by your office.

Thank you for your usual cooperation in this matter.

Very truly yours,

Peter Keating
Peter Keating

PK/det
Enclosures

APR 13 1995 BSB

ARTICLES OF INCORPORATION

OF

"HIGH 5" SPORTS PUB, INC.

FILED

25 APR 10 AM 9:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, each a natural person, each competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the corporation is "HIGH 5" SPORTS PUB, INC.

ARTICLE II.

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal par value of \$1.00 per share.

ARTICLE IV.

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

ADDRESS

The initial street address of the principal office of the corporation in the State of Florida is 116 Dunlawton Blvd., Port Orange, Fl 32127. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII.

DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders but shall never be less than one.

ARTICLE VIII.

INITIAL DIRECTORS

The name and address of the member of the first Board of Directors is:

ROBERT ONUSKO	116 Dunlawton Blvd. Port Orange, Fl 32127
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The above-named director shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX.

SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation, the number of shares he agrees to take and the value of consideration therefore are:

NAME	SHARES	CONSIDERATION
ROBERT ONUSKO 116 Dunlawton Blvd. Port Orange, Fl 32127	500	\$500.00

ARTICLE X.

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to them by the stockholders and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the Stockholders sign a written statement manifesting their intention on a certain Amendment to these Articles of Incorporation be made.

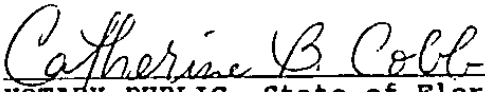
STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements and administer oaths, did appear, ROBERT ONUSKO, who did show a Florida Drivers License and he is the person described as the subscriber in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal, in the County and State aforesaid, this 7th day of April, 1995.



ROBERT ONUSKO
Subscriber



NOTARY PUBLIC, State of Florida at Large

Typed Name:

Commission Number:

[Seal]

My Commission Expires:



CATHERINE B. COBB
MY COMMISSION # CC 154516 EXPIRES
November 24, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

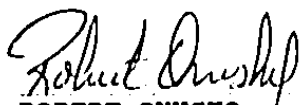
CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

"HIGH 5" SPORTS PUB, INC., to organize under the laws of the State of Florida with its registered office located at 116 Dunlawton Blvd, Port Orange, Volusia County, State of Florida, has named ROBERT ONUSKO, as its agents to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-captioned corporation, at the place designated in the Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



ROBERT ONUSKO
Resident Agent

FILED
MAR 10 AM 9:13
CLERK OF COURT
JUDICIAL DEPARTMENT
STATE OF NEW YORK