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Irving Young, President
Court Time Tennis, Inc.
500 Executive Center Drive - Suite 5J
West Palm Beach, FL 33401

FILED
05 APR 21 PM 2:41
SECRETARY OF STATE
TAMPA, FL 33604

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Court Time Tennis, Inc.
(Corporation Name) (Document #)
2. _____
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SECRETARY OF STATE
TAMPA, FL 33604
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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

APR 25 1995 BSB

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials _____

ARTICLES OF INCORPORATION OF
COURT TIME TENNIS, INC.

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OF APR 21 PM 2:41

SECRETARY OF STATE
CORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is COURT TIME TENNIS, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are:

1. To engage in the business of marketing, promotion, and licensing of the Offkourt Tennis Cage and other tennis and sports equipment, investing and management and consulting both within and without the State of Florida, and to furnish whatever other services in relation thereto the Board of Directors deems advisable and not limited to the buying and selling of inventory, machinery, real estate, the leasing of each of the above, or any other item of trade, including securities, notes, bonds, and instruments of franchise so long as the same does not conflict with the Florida General Corporation Act.

2. To lend money to and to use it to credit to assist, its officers and employees in accordance with Florida Statute Section 607.141. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and

with shares or other interests in, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality, or of any instrumentality thereof.

3. To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this State. To transact any other lawful business for which the corporation may be incorporated under the Florida General Corporation Act or engage in any other trade or business which may be in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE FOUR

1. The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000). Such shares shall be of a single class, and shall have a par value of one dollar.

2. No preferences, limitations or relative rights, other than those provided by law, shall exist in respect of any of the shares of the Corporation or any of the holders thereof.

ARTICLE FIVE

The street address of the initial registered office of the Corporation is 1655 Palm Beach Lakes Boulevard, Suite 900, West Palm Beach, Florida 33401. The name of its initial registered agent at such address is Richard P. Zaretsky.

ARTICLE SIX

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

500 Executive Center Drive, Unit 5J
West Palm Beach FL 33401

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors of the Corporation is three. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Irving Young	500 Executive Drive, Unit 5J West Palm Beach FL 33401
George K. Thaxton	758 South County Road Palm Beach FL 33480
Donald R. Young	371 River Edge Road Jupiter FL 33477

ARTICLE EIGHT

The name and address of each incorporator is:

Richard P. Zaretsky	1655 Palm Beach Lakes Blvd. Suite 900 West Palm Beach, FL 33401
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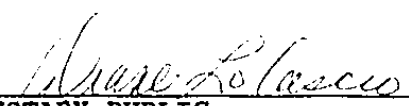
EXECUTED by the undersigned at West Palm Beach, Florida this 13 day of April 1995.



RICHARD P. ZARETSKY, Incorporator

State of Florida)
County of Palm Beach)

The foregoing instrument was acknowledged before me this 13th day of April 1995, by RICHARD P. ZARETSKY, who is personally known to me.



NOTARY PUBLIC

My Commission Expires:



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SECRETARY OF STATE
-TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION

I, RICHARD P. ZARETSKY, hereby accept the designation of
registered agent for COURT TIME TENNIS, INC.



Registered Agent