

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9177  
904-222-9177 FAX

800-342-8086

**CSC networks**  
PRACTICE HALL  
LEGAL & FINANCIAL SERVICES

*99500034483*

ACCOUNT NO. : 072100000032

REFERENCE : 590408 6460A

AUTHORIZATION :

COST LIMIT : \$ 122.50

*Patricia Pyatt*

ORDER DATE : May 2, 1995

ORDER TIME : 9:50 AM

ORDER NO. : 590408

700001473357

CUSTOMER NO: 6460A

CUSTOMER: Ms. Pattie Callahan  
LOWNDES DROSDICK DOSTER  
KANTOR & REED  
215 North Eola Drive

Orlando, FL 32801

DOMESTIC FILING

NAME: CHANNEL SYSTEM TENNIS, INC.

X ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

T. BROWN MAY - 3 1995

FILED  
95 MAY - 3 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CHANNEL SYSTEM TENNIS, INC.

FILED  
95 MAY -3 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is CHANNEL SYSTEM TENNIS, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 1374 Dunhill Drive, Longwood, Florida 32750.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred thousand (100,000) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock and one hundred thousand (100,000) shares of ONE CENT (\$.01) par value preferred stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is W. Michael Clifford.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

Jim Rich

1374 Dunhill Drive  
Longwood, Florida 32750

Tim Lynch

1374 Dunhill Drive  
Longwood, Florida 32750


ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

W. Michael Clifford

215 North Eola Drive  
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this 2<sup>ND</sup> day of May, 1995.


  
W. Michael Clifford, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2<sup>ND</sup> day of May, 1995, by  
W. Michael Clifford, who is personally known to me.



PATRICIA M. CALLAHAN  
MY COMMISSION # CC 179054 EXPIRES  
March 17, 1996  
BONDED THRU TROY FAIR INSURANCE, INC.  
(NOTARY SEAL)

  
Patricia M. Callahan  
Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of CHANNEL  
SYSTEM TENNIS, INC.

  
W. Michael Clifford

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32310  
904-222-9171  
904-222-0393 FAX

**CSC networks**

MAIL TO:  
P.O. Box 5828  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION :

COST LIMIT : \$

95 JUN 21 PM 12  
DIVISION OF CORPORATION

ORDER DATE :

ORDER TIME :

ORDER NO. :

CUSTOMER NO:

CUSTOMER:

AMENDMENT  
DOMESTIC FILING

NAME: CHANNEL SYSTEM TENNIS

ARTICLES OF INCORPORATION AMENDMENT  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

EXAMINER'S INITIALS:

FILED  
95 JUN 21 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

6/21  
J. Smith  
C.C.

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF CHANNEL SYSTEM TENNIS, INC.**

**FILED**  
55 JUN 21 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Sections 607.1005 and 607.1006 of the Florida Statutes, Channel System Tennis, Inc. adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Channel System Tennis, Inc.

2. The original Articles of Incorporation for the corporation were filed on May 3, 1995 and assigned document number P95000034483.

3. Article III of the Articles of Incorporation is hereby amended to read as follows:

**ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue five hundred thousand (500,000) shares of ONE CENT (\$.01) par value common stock and five hundred thousand (500,000) shares of ONE AND NO/100 DOLLAR (\$1.00) par value preferred stock. The preferred stock shall not have any voting rights.

The corporation shall pay as an annual cumulative dividend on each share of the preferred stock an amount equal to five percent (5.0%) of the face value thereof. Such dividend shall be paid to the owners of record of the preferred shares on or before ninety (90) days after the corporation's fiscal year end. To the extent that the corporation fails to make any such dividend payment, then the same shall accrue and shall be paid on or before the next dividend payment date until paid in full. In the event that the corporation has not fully paid all such dividends due to the holders of the preferred stock on or before the date which is three years from the date of the issuance of such preferred stock, then the holders of the preferred stock shall have the option to convert all of their preferred stock to common stock at the ratio of five shares of preferred stock to one share of common stock. In the event of the exercise of any such option, the corporation shall not be obligated to issue any fractional shares. To exercise such option, the holder of the preferred stock shall surrender the shares of stock to be converted to the corporation. The corporation shall then issue to such holder in exchange for such shares a certificate representing shares of common stock in accordance with the above specified conversion ratio.

In the event that the corporation is liquidated or dissolved, the holders of the preferred stock shall be entitled to be paid both the face value of their shares and the accrued dividends due to them before any amount is paid to the holders of the common stock. After payment of the face value of the common stock to the

holders of the common stock, the remaining assets and funds of the corporation shall be divided pro rata among the holders of both classes of stock.

4. The above Amendment has been adopted this 20<sup>th</sup> day of June, 1995 by the sole incorporator of the corporation prior to the issuance of any shares.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Amendment this 20<sup>th</sup> day of June, 1995 on behalf of the corporation.

W. Michael Clifford  
W. Michael Clifford, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of June, 1995 by W. Michael Clifford who is personally known to me.



PATRICIA M. CALLAHAN  
MY COMMISSION # CC 170054 EXPIRES  
March 17, 1996  
BONDED THRU TROY FARM INSURANCE, INC.

Patricia M. Callahan  
Notary Public  
Name: PATRICIA M. CALLAHAN  
Serial No.: CC 170054  
My Commission Expires: 3/17/96