

800-142-8086



ACCOUNT NO. : 072100000032

REFERENCE : 604713 6221A

AUTHORIZATION :

COST LIMIT : * PPD

ORDER DATE : May 24, 1995

ORDER TIME : 2:52 PM

ORDER NO. : 604713

CUSTOMER NO: 6221A

CUSTOMER: Ms. Becca Kennedy
ABEL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th Fl
240 South Pineapple Avenue
Sarasota, FL 34236-6737

05/25/95--01001--0004
 ***122.50 ***122.50

DOMESTIC FILING

NAME: SPORTSWARE, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

MAY 25 1995 BSB

RECORDED

FILED

MAY 26 PM 10:19 MAY 26 AM 9:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATE REGISTRATION

ARTICLES OF INCORPORATION
OF
SPORTSWARE, INC.

FILED
95 MAY 26 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:
SPORTSWARE, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 10306 Palmbrook Terrace, Bradenton, Florida 34202.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 10306 Palmbrook Terrace, Bradenton, Florida 34202 and the registered agent at such office is Christopher L. Savas.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Christopher L. Savas

10306 Palmbrook Terrace
Bradenton, FL 34202

Ryan Smith

10306 Palmbrook Terrace
Bradenton, FL 34202

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Christopher L. Savas

10306 Palmbrook Terrace
Bradenton, FL 34202

The undersigned has executed these Articles this 23 day
of May, 1995.

Christopher L. Savas
Christopher L. Savas

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for SPORTSWARE, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

5-23-95
Date

Christopher L. Savas
Christopher L. Savas,
Registered Agent

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
SPORTSWARE, INC.

FILED
95 JUL 21 PM 3:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, Christopher L. Savas, President of Sportsware, Inc. does hereby certify that:

1. He is the President of Sportsware, Inc., a Florida corporation, which Articles of Incorporation were filed with the Secretary of State, State of Florida, on May 24, 1995.

2. The following amendment to the Articles of Incorporation was unanimously adopted by the Board of Directors and approved by the Shareholders, at a special meeting at which all of the Directors and Shareholders were present and voting throughout, duly called for the purpose of adopting this Amendment and held on July 14, 1995.

3. Article I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"ARTICLE I - NAME

The name of this Corporation is:

PLAYERS SPORTSWARE, INC."

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 20th day of July, 1995

Christopher L. Savas
Christopher L. Savas, President