

P95000053044

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECEIVED JUL 11 1995
-1177005-0000-0000
*****70.75 *****70.75

SUBJECT: Fantasy Sports, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

Vincent B. Lanch

Name (printed or typed)

6401 S. Westshore Blvd. #515

Address

Tampa, FL 33616

City, State & Zip

813-225-7052

Daytime Telephone number

JUL 11 1995 BSB

NOTE: Please provide the original and one copy of the articles.

FEB 10 1983
10:53

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I: Name

The name of the corporation shall be:

Fantasy Sports, Inc.

Article II: Principle Office

The principal place of business and mailing address of this corporation shall be:

Fantasy Sports, Inc.
14415 Hellenic Drive
Suite #D-8
Tampa, Florida 33613

Article III: Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares distributed as follows;

Class A: Unlimited Voting Rights and Equity Ownership
33 shares issued to Steven Trimble
33 shares issued to Greg Holtz
33 shares issued to Vincent B. Lynch

The consideration for these shares is represented by: (1) cash input needed to begin operations of the corporation in proportion to the percentage of shares issued; (2) services already performed; and (3) promises to perform future services as described in the responsibilities of the board of directors in Article VII.

Prior to any transfer of corporation shares the shareholder must first offer such shares to the corporation and the other shareholders.

Article IV: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Greg Holtz
14415 Hellenic Drive
Suite #D-8
Tampa, Florida 33613

Article V: Incorporators

The name and address of the incorporators to these Articles of Incorporation are:

| | |
|------------------------------|-------------------------|
| Vincent B. Lynch, Esquire | Greg Holtz |
| 6401 S. Westshore Blvd. #515 | 14415 Hellenic Dr. #D-8 |
| Tampa, FL 33616 | Tampa, FL 33613 |

Article VI: Board of Directors

The names of the Board of Directors of this corporation are:

Vincent B. Lynch
Greg Holtz
Steven Trimble

The Board of Directors will determine at their first meeting: (1) whether consideration by the officers in return for shares is adequate; (2) whether the powers and responsibilities of the officers is in the best interest of the corporation and the shareholders; (3) adopt bylaws for the operation of the corporation; and (4) otherwise ratify and adopt the articles of incorporation.

Article VII

The names, titles, and general powers and responsibilities of the officers of this corporation are:

| | |
|---------------------------------------|------------------|
| President and General Counsel: | Vincent B. Lynch |
| Vice President | Greg Holtz |
| Secretary | Steven Trimble |

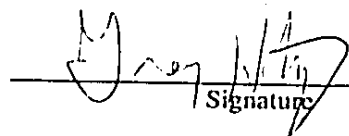
The President shall have the general responsibility for the overall management of the corporation including all legal, financial and public relation matters. The President shall have the power to ratify, approve, and veto any major decision of the board of directors.

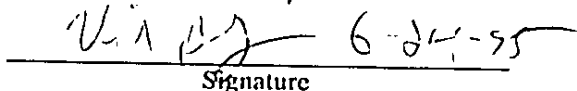
The Vice President and Secretary shall be primarily responsible for the day to day operations of the corporation activities which form the purposes and mission of the corporation. In essence they shall be the employees of the corporation and undertake all activities necessary to operate the corporation.

No officer may enter into any contract for services, goods or indebtedness, for greater than \$100, on behalf of the corporation without consent of the Board of Directors.

The corporation may not loan any money to an officer without approval by the board of directors and the President.

The undersigned incorporators have executed these Articles of Incorporation this 23rd day of June, 1995.


Signature 6-24-95


Signature 6-24-95

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Fantasy Sports, Inc.

2. The name and address of the registered agent and office is:

Grey Holtz
(NAME)

14415 Hellenic Drive #D-8

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, FL 33613
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


(SIGNATURE)

6-23-95
(DATE)