

1201 HAYS STREET

TALLAHASSEE, FL 32301

904-241-0191 FAX

800-142-8086

CSC networks

PROTECT HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 659655 147075A

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : \$ 122.50

ORDER DATE : August 15, 1995

ORDER TIME : 9:58 AM

ORDER NO. : 659655

400001560174

CUSTOMER NO: 147075A

CUSTOMER: Stephen D. Dunegan, Esq
STEPHEN D. DUNEGAN, P.A.

Suite 1650
390 N. Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: SBH SPORTS, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

RECEIVED
95 AUG 15 AM 10:36
DIVISION OF CORPORATION

FILED
95 AUG 15 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN AUG 15 1995

ARTICLES OF INCORPORATION

OF

SBH SPORTS, INC.

FILED
95 AUG 15 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is SBH SPORTS, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation shall be 11330 Winston Willow Court, Windermere, Florida 34786.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 390 North Orange Avenue, Suite 1650, Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that address is Stephen D. Dunegan.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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 name and address of the initial director are as follows:

Steven B. Hammond

11330 Winston Willow Court
Windermere, Florida 34786

ARTICLE VI - INCORPORATOR

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

Steven B. Hammond

11330 Winston Willow Court
Windermere, Florida 34786

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 14th day of August, 1995.


STEVEN B. HAMMOND, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 14th day of August, 1995,
by STEVEN B. HAMMOND, who is personally known to me.



STEPHEN D DUNEGAN
My Commission GC389872
Expires Jul. 04, 1998
Bonded by HAI
800-422-1655


Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of SBH SPORTS,
INC.


STEPHEN D. DUNEGAN

1301 HAVES STREET
TALLAHASSEE, FL 32304
904-222-8771
FAX

888-344-6666

P9500062950



networks

PRETRICE HALL
LEGAL & FINANCIAL SERVICES

95 AUG 29 AM 12:44

DIVISION OF CORPORATE AFFAIRS

ACCOUNT NO. : 0721000000032

REFERENCE : 670733 147075A

AUTHORIZATION :

Patricia Pijut

COST LIMIT : \$ 35.00

ORDER DATE : August 29, 1995

ORDER TIME : 9:53 AM

ORDER NO. : 670733

CUSTOMER NO: 147075A

CUSTOMER: Stephen D. Dunegan, Esq
Stephen D. Dunegan, P.A.
Suite 1650
390 N. Orange Avenue
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: SBH SPORTS MANAGEMENT, INC.

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: _____

FILED
95 AUG 29 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 AUG 29 PM 2:07
DIVISION OF CORPORATE AFFAIRS

NC
CPG
8/29

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF SBH SPORTS, INC.**

FILED
\$5 AUG 29 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1005 and 607.1006 of the Florida Statutes, STEVEN B. HAMMOND, the sole incorporator, adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is SBH SPORTS, INC.
2. The original Articles of Incorporation for the corporation were filed on August 15, 1995 and assigned Charter No. P95000062950.

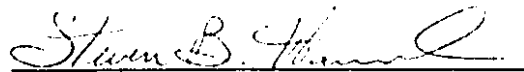
3. Article I of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I-NAME

The name of this corporation is SBH SPORTS MANAGEMENT, INC.

4. The above Amendment has been adopted this 23rd day of August, 1995, by the sole incorporator of the corporation prior to the issuance of any shares, and without shareholder action and shareholder action is not required.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Amendment this 23rd day of August, 1995.


STEVEN B. HAMMOND, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 23rd day of August, 1995 by STEVEN B. HAMMOND, who is personally known to me.


Notary Public



STEPHEN D DUNEGAN
My Commission CC389672
Expires Jul. 04, 1998
Bonded by HAI
800-422-1655

P 915000062950
FILED



96 FEB 26 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 059227 4326204
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : February 26, 1996

ORDER TIME : 11:31 AM

ORDER NO. : 059227

CUSTOMER NO: 4326204

CUSTOMER: Pattie M. Callahan, Legal Asst
Lowndes, Drosdick, Doster,
215 N. Eola Drive

Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: SBH SPORTS MANAGEMENT, INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

N. HENDRICKS FEB 26 1996

CONTACT PERSON: CARINA DUNLAP

EXAMINER'S INITIALS: _____

RECEIVED
96 FEB 26 PM 3:12
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 26, 1996

CSC NETWORKS

The name AEGIS SPORTS MANAGEMENT, INC. has been reserved for 120 days beginning January 26, 1996. The reservation number is R96000000419 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 496A00003472

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF SBH SPORTS MANAGEMENT, INC.

FILED

96 FEB 26 PM 3:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, SBH SPORTS MANAGEMENT, INC. adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is SBH SPORTS MANAGEMENT, INC.
2. The original Articles of Incorporation for the corporation were filed on August 15, 1995 and amended on August 29, 1995. The corporation is assigned Charter No. P95000062950.
3. By written consent executed on January 29, 1996 by the sole Director and Shareholder of the corporation, the sole Director and Shareholder consented to the amendment to the Articles of Incorporation of the corporation to change the name of the Corporation to "AEGIS SPORTS MANAGEMENT, INC." The amendment was approved by the single class of Shareholder and the vote cast for approval was sufficient.

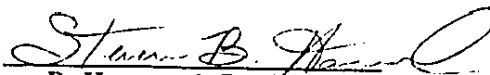
4. Article I of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I - NAME

The name of this corporation is AEGIS SPORTS MANAGEMENT, INC.

IN WITNESS WHEREOF, the President of the corporation has executed these Articles of Amendment this 29th day of January, 1996 on behalf of the corporation.

SBH SPORTS MANAGEMENT, INC.

By: 
Steven B. Hammond, President