8/18/95 (((H950g rò: qi ALLAHASSEE, FL 32399 CONTACT: BLIZABETH C GALVIN PHONE: (305) 789-5449 FAX: (904) 922-4000 FAX: (305) 579-0717 (((H95000009149))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: LEADER SPORTS GROUP, INC. FAX AUDIT NUMBER: H95000009149 CURRENT STATUS: REQUESTED DATE REQUESTED: 08/18/1995 TIME REQUESTED: 10:02:19 CERTIFICATE OF STATUS: 0
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 18, 1995

ELIZABETH GALVIN GREENBERG TRAURIG 1221 BRICKELL AVENUE MIAMI, FL 33131

SUBJECT: LEADER SPORTS GROUP, INC.

REF: W95000016721

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Since you originally submitted your document for filing electronically, it must be resubmitted electronically or submitted through the mail with the appropriate filing fee.

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

as requested.

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ARTICLES OF INCORPORATION OF LEADER SPORTS GROUP, INC.

ARTICLE I

The name of the corporation is LEADER SPORTS GROUP, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 390 North Orange Avenue, #2600, Orlando, FL 32801-1642.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock	
1,000	\$ 0.01	Common	

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLEY

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **Gary M. Epstein**.

Submitted Dy:

Gary M. Epstein, Esq. GREENBERG THAURG 1221 Brickell Avenue Mierrii, FL. 33131 PL Bar #307246 (306) 579-0800

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ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

ROBERT E. FRALEY
390 N. Orange Avenue - #2000
Orlando, FL 32801-1642

ARTICLE VII

The name of the incorporator is Gary M. Epstein and the address of the incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of incorporation this 18th day of August, 1995.

GARY M. EPSTEIN Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

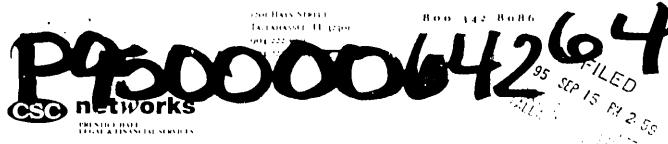
The undersigned, having been named the Registered Agent of LEADER SPORTS GROUP, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes \$607,0505.

GARY M. EPS/EIN, Registered Agent

Dated: August 18, 1995

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AUTRORIZATION

COST LIMIT : 9 35.00

OBDER DATE : Gaptember 15, 1995

ORDER TIME : 10:55 AM

ORDER NO. : 683175

CUSTOMER NO: 46564

CUSTOMER: Elizabeth Galvin, Legal Aggt

Greenberg Traurig Hoffman

22nd Floor

1221 Brickell Avenue Miami, FL 33131-3238

CHANGE OF AGENT

NAME: LEADER SPORTS GROUP, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

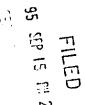
CERTIFIED COPY PLAIN STAMPED COPY

CONTACT PERSON: Lynne Roberts

TO:

Sandra B. Morthern, Secretary of State FLORIDA DEPARTMENT OF STATE - Division of Corporations Tallahassee, Florida 32301

STATEMENT OF CHANGE OF REGISTERED AGENT AND REGISTERED OFFICE



Pursuant to the provisions of §607.0502(2), Florida Statutes, the undersigned corporation, organized under the laws of the State of **FLORIDA**, submits the following statement in ofder to change its registered agent and registered office in the State of Florida.

1.	The name of the corporation is: <u>LEADER SPORTS GROUP, INC.</u>		
ta.	Date of Incorporation August 12, 1995 Document P95000064264		
2.	The name and address of the current registered agent and office is:		
	GARY M. EPSTEIN *** 1221 Bit. fell Avenue, Mlaml, Ft. 33131		
3.	The name and address of the new registered agent and fice is:		
	RICHARD NEAL, ESQ. *** 390 N. Orange Avenue, #2600, Orlando, FL 32801-1642		
28	The street address of its registered agent and the street address of the business office of its registered agent schanged, will be identical.		
Such change was authorized by resolution duly adopted by its Board of Directors on Aug. 28, 1995.			
	Signature: ROBERT E. FRALEY, Director & Président		
	Dated: August <u>28</u> , 1995.		

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.

RICHARD NEAL, ESO., Registered Agent

Dated: August ____ 2 8 ____, 1995

WRITTEN CONSENT TO CORPORATE ACTION BY THE SOLE DIRECTOR OF

LEADER SPORTS GROUP, INC.

Pursuant to §607.0502(g), the undersigned, being the Sole Director of LEADER SPORTS GROUP, INC. (the "Corporation"), organized and existing under the laws of the State of Florida, does hereby agree that when the director has signed this consent or an exact counterpart hereof, each of which counterparts when taken together shall constitute but one and only one consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as if adopted at a formal meeting of the Board of Directors of the Corporation, duly called and held for the purpose of acting upon proposals to adopt such resolutions. The undersigned hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given. The following resolutions are hereby adopted:

	RESOLVED,	that the Corporation's registered office shall be changed	
	from	1221 Brickell Avenue, Miami, FL 33131	
	to	390 N. Orange Avenue, #2600, Orlando, FL 32801-1642	
	RESOLVED,	that the Corporation's registered agent shall be changed	
	from	GARY M. EPSTEIN	
	toRICHARD NEAL, ESQ.		
	RESOLVED , that henceforth the street address of the registered office of the Corporation and the street address of the business office of the Corporation's registered agent, as changed, shall be identical.		
	RESOLVED, day ofAu	that the action contained herein shall be effective as of the	
ex th	ecuted the fore	WHEREOF, the undersigned being the Sole Director of the Corporation has going Written Consent to Corporate Action for the purposes expressed herein day of August 1995.	
		DIRECTOR:	
		Relie Dal	

ROBERT E. FRALEY

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