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DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000035

REFERENCE : 797611 4303929

AUTHORIZATION :

Patricia Pyzats

COST LIMIT : \$ 122.50

ORDER DATE : January 10, 1996

ORDER TIME : 10:34 AM

ORDER NO. : 797611

100001684821

CUSTOMER NO: 4303929

CUSTOMER: Sheryl Cohen, Legal Assistant
GREENBERG TRAUFYD HOFFMAN
LIPOFF ROSEN & QUENTER, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3230

DOMESTIC FILING

NAME: SPORTS DIGITALIZING SPECIALISTS
INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

FILED
JAN 10 1996

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ARTICLES OF INCORPORATION
OF
SPORTS DIGITIZING SPECIALISTS, INC.

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ARTICLE I

The name of the corporation is SPORTS DIGITIZING SPECIALISTS, INC., (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 353 West 47 Street, #8F, Miami Beach, Florida 33140.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

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 all votes entitled to be cast 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.

ARTICLE V

The street address of the Corporation's initial registered office is 353 West 47 Street, #8F, City of Miami Beach, County of Dade, State of Florida 33140 and the name of its initial registered agent at such office is Andrew Bloch.

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 two, and the names and

addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Andrew Bloch
353 West 47 Street, #8F
Miami Beach, Florida 33140

Jeffrey Keeler
353 West 47 Street, #8F
Miami Beach, Florida 33140

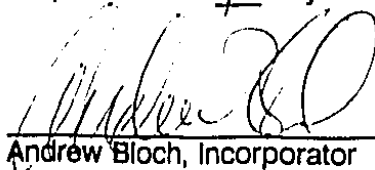
ARTICLE VII

The name of the Incorporator is Andrew Bloch and the address of the Incorporator is 353 West 47 Street, #8F, Miami Beach, Florida 33140.

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 9 day of January, 1996.



Andrew Bloch, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of SPORTS DIGITIZING SPECIALISTS, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Andrew Bloch, Registered Agent

Dated: January 9, 1996.

FILED
JAN 10 1996
CLERK OF DISTRICT COURT
JAN 10 1996