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WALLACE W. TUDHOPE

January 23, 1996

REPLY TO:
MAITLAND

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

Re: New Corporation - Central Florida Soccer Group, Inc.

Dear Sir/Madam:

Enclosed please find the following documents:

1. Articles of Incorporation;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Check in the amount of \$70.00 representing your fees in connection with the above documents.

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*****70.00 *****70.00

Thank you for your attention in this matter.

Very truly yours,


Wallace W. Tudhope

WWT/sw
encls.

FEB 28 1996 BSB

FILED
96 FEB 26 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

FILED

96 FEB 26 PM 2:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

CENTRAL FLORIDA SOCCER GROUP, INC.

ARTICLE II PRINCIPAL OFFICE

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

300 Saint Laurent Street
Suite 128
Longwood, FL 32750

ARTICLE III SHARES

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

120 shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Girolamo Cipolla
300 Saint Laurent Street
Suite 128
Longwood, FL 32750

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Girolamo Cipolla
300 Saint Laurent Street
Ste. 128
Longwood, FL 32750


Angelo Coduto
899 Silverado Court
Lake Mary, FL 32746

Roby Stahl
1025 Ward Circle
Oviedo, FL 32765

The undersigned incorporators have executed these Articles of Incorporation this 20th day
of February, 1996.



Girolamo Cipolla



Angelo Coduto



Roby Stahl

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Central Florida Soccer Group, Inc.
2. The name and address of the registered agent and office is:

Girolamo Cipolla
300 Saint Laurent Street
Suite 128
Longwood, FL 32750

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.



Girolamo Cipolla

2/20/96

(Date)