

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0170
904-222-0171

800-342-8086



79600021750

ACCOUNT NO. : 077100-00032

REFERENCE : AZ7533 04990

AUTHORIZATION :

COST 1.000 *Richard Brown*

ORDER DATE : March 25, 1996

ORDER TIME : 12:36 PM

ORDER NO. : AZ7533

CUSTOMER NO. : 04990

CUSTOMER: Richard H. Brown, Esq.
RICHARD BROWN & ASSOCIATES, PA

200001738052

Suite 3120
101 East Kennedy Boulevard
Tampa, FL 33602

POST SENT 11:18 AM

NOTE: ORDER SPOTMARKED THIS DAY,
UNC.

EFFECTIVE DATE:

XXXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

FILED RECEIVED
96 MAR -8 AM 10:38 AM -3 PM 4:11
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

T. BROWN MAR 11 1996

**ARTICLES OF INCORPORATION OF
BREMER SPORTMARKETING USA, INC.**

FILED
96 MAR -8 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for profit pursuant to the laws of the
State of Florida, does hereby certify as follows:

ARTICLE ONE

The name of this corporation shall be:

BREMER SPORTMARKETING USA, INC.

ARTICLE TWO

The general nature of the business to be transacted by
the corporation and the purpose for which it is formed are to be as follows:

- (a) To contract and manage athletes for sporting events.
- (b) To do any activity as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to do, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any of the amendments hereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance in and carry on any and every lawful activity in any manner whatsoever not

prohibited by law, whether or not the same be necessary or incident to the attainment of the objects of this corporation, or whether or not such activity is similar in nature to the objects set forth in these Articles of Incorporation or any and all powers, rights, and privileges which a corporation may now or hereafter be organized, authorized, or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any act amendatory thereto, supplemental thereto, or substituted therefor.

- (c) The foregoing paragraph shall be construed as enumerating the purposes, objects, and powers of this corporation and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressed and declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE THREE

The term for which this corporation shall exist shall be perpetual.

ARTICLE FOUR

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 1,000 shares at a par value of \$1.00 per share, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this corporation shall be payable as lawful money of the United States of America, or property, at a just valuation to be fixed by the stockholders.

ARTICLE FIVE

The beginning capital of this corporation shall be \$1,000.00

ARTICLE SIX

The corporation shall not have directors.

ARTICLE SEVEN

The street address in the State of Florida of the
principal office of the corporation is:

12170 Siesta Drive
Ft. Myers Beach, Florida 33931

ARTICLE EIGHT

The business of the corporation shall be managed by its officers, who shall be elected annually by the stockholders of the corporation. The initial officers of the corporation shall be as follows:

PRESIDENT: Frank Minder
12170 Siesta Drive
Ft. Myers Beach, Florida

VICE PRESIDENT: Astrid Fenner
12170 Siesta Drive
Ft. Myers Beach, Florida 33931

SECRETARY/TREASURER: Frank Minder
12170 Siesta Drive
Ft. Myers Beach, Florida 33931

ARTICLE NINE

Any profits earned by the corporation shall be divided among the stockholders on a prorated basis according to each stockholder's earnings.

ARTICLE TEN

The name and address of the person signing these Articles of Incorporation as subscriber is as follows:

RICHARD HENRY MANEY
101 E. Kennedy Boulevard
Suite 3170
Tampa, FL 33602

ARTICLE ELEVEN

The registered agent and registered office of this corporation shall be:

RICHARD HENRY MANEY
101 E. Kennedy Boulevard
Suite 3170
Tampa, FL 33602

ARTICLE TWELVE

The sale of common stock of the corporation shall be restricted except by mutual agreement of all stockholders.

ARTICLE THIRTEEN

In the event of issuance or sale of corporate shares, the existing stockholders shall have preemptive rights thereto.

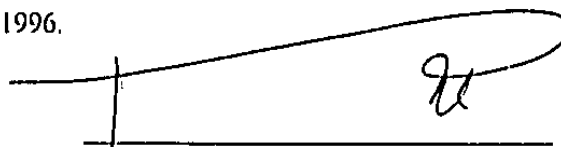
IN WITNESS WHEREOF, the undersigned has made, subscribed, and acknowledged these Articles of Incorporation this 7th day of March, 1996.



RICHARD HENRY MANEY

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, RICHARD HENRY MANEY, hereby accept designation as Resident Agent on this 7th day of March, 1996.



RICHARD HENRY MANEY

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the State and County aforesaid to take acknowledgments, personally appeared RICHARD HENRY MANEY, to me personally known to me, who executed the foregoing Articles of Incorporation as subscriber and Resident Agent respectively, and he acknowledged before me that he signed the same and uses and purposes therein set forth.

WITNESS my hand and official seal this 7th day of March, 1996.



Michelle Ayres
NOTARY PUBLIC

P96000.021750

RICHARD MANEY & ASSOCIATES
PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW

JEFFREY L. GORDON
RICHARD HENRY MANEY
II JOHN OVINK

HAINETT PLAZA
101 EAST KENNEDY BOULEVARD
SUITE 3170
TAMPA, FLORIDA 33608
TELEPHONE: (813) 281-1366
FAX: (813) 283-5080

June 10, 1996

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED
P 843 494 624**

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

RE: SPORTMARKETING USA, INC.

200001862292
-06/14/96--01052--004
*****87.50 *****87.50

Gentlemen:

Please find enclosed Articles of Amendment to Articles of Incorporation of Bremer Sportmarketing USA, Inc..

Also enclosed is our firm draft in the amount of \$87.50, representing the \$35.00 filing fee and \$52.50 for a certified copy of the amendment.

Should you have any questions or concerns, please do not hesitate to contact my Associate Attorney, Mr. John Ovink, directly by telephone at (813) 289-8472 or by telefax at (813) 281-5668.

Sincerely yours,

RICHARD MANEY & ASSOCIATES, P.A.

RICHARD HENRY MANEY
Attorney at Law

BJO/dkm

W. PHU

Enclosures:

Articles of Amendment
Firm draft

SH 7/10
NC

FILED
95 JUL -8 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Juno 19, 1996

Richard Henry Maney
101 E. Kennedy Blvd.
Suite 3170
Tampa, FL 33602

SUBJECT: BREMER SPORTMARKETING USA, INC.
Ref. Number: P96000021750

We have received your document for BREMER SPORTMARKETING USA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 596A00030482

RICHARD MANEY & ASSOCIATES
PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW

JEFFREY L. GORDON
RICHARD HENRY MANEY
B. JOHN DVINE

HARNETT PLAZA
101 EAST KENNEDY BOULEVARD
SUITE 3170
TAMPA, FLORIDA 33602
TELEPHONE: (813) 281-1300
FAX: (813) 283-8990

June 26, 1996

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED
P 843 497 034**

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 34314

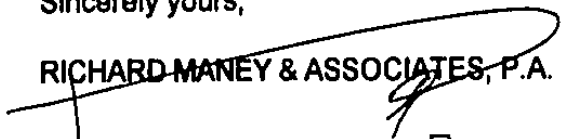
RE: Articles of Amendment to Articles of Incorporation
Bremer Sportmarketing USA, Inc.

Dear Sir/Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation for Bremer Sportmarketing USA, Inc. Please make the appropriate changes and forward corrected information to the care of this office.

Thank you for your assistance in this regard.

Sincerely yours,


RICHARD MANEY & ASSOCIATES, P.A.

RICHARD HENRY MANEY
Attorney at Law

RHM/mga

PHU

Enclosure:

Articles of Amendment

RECEIVED
96 JUL -8 AM 2:04
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BREMER SPORTMARKETING USA, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE 1

The name of the corporation shall now be EURO SPORTMARKETING, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 26, 1996

FILED
95 JUL -8 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____,"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 7th of May, 19 96.

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Mr. Frank Minder

FRANK MINDER
Typed or printed name

President


Title