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ACCOUNT NO. : 072100000032

REFERENCE : 883136 82370A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE: March 15, 1996

ORDER TIME : 9:59 AM

ORDER NO. : 883136

CUSTOMER NO:

82570A

CUSTOMER: Wilson B. Greaton, Jr., Esq

GREATON AND GREATON

P. O. Box 39238

Ft. Lauderdale, FL 33339

DOMESTIC FILING

NAME:

EVERT/SEGUSO/BASSETT TRAINING CENTER, INC.

EFFECTIVE DATE:

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

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CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

3.2000

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FLORIDA DEPARTMENT OF STATE DIVISION OF CONCAMION

March 18, 1996

1.600 15th auto

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: EVERT/SEGUSO/BASSETT TRAINING CENTER, INC. Ref. Number: W96000005771

We have received your document for EVERT/SEGUSO/BASSETT TRAINING CENTER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6932.

Teresa Brown Corporate Specialist

Letter Number: 096A00012119

resubmit

FILED

ARTICLES OF INCORPORATION

96 MAR 15 PM 2: 43

OF

EVERT/SEGUSO/BASSETT TRAINING CENTER, INC., TALLAHASSE, FLORIDA

A FLORIDA CORPORATION

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is EVERT/SEGUSO/BASSETT TRAINING CENTER, INC.

ARTICLE II

ADDRESS

The mailing address of the Corporation is 10334 Diego Drive South, Boca Raton, Florida 33428.

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE_Y

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of Common Stock having a par value of One Dollar (#1.00) per share.

ARTICLE VI

PRE-EMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights apply to its common stock pursuant to Florida Statutes \$607.0630, excepting the provisions of 607.0630(c)1., 3. and 4.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2601 East Oakland Park Boulevard, #405, Fort Lauderdale, Florida 33306, and the name of the initial Registered Agent of the Corporation at that address is WILSON B. GREATON, JR.

APTICLE VIII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have five (5) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are as follows:

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Address

ARTHUR COHEN	10334 Diego Drive South Boca Raton, Florida 33428
JOHN EVERT	10334 Diego Drive South Boca Raton, Florida 33428
ROBERT SEGUSC	10334 Dlago Drive South Boca Raton, Florida 33428
JAMES A. EVERT	2401 Sunrise Key Boulevard Fort Lauderdale, Florida 33304

CHRISTINE M. EVERT MILL

2401 Sunrise Key Boulevard Fort Lauderdale, Florida 33304

ARTICLE IX

INCORPORATOR

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

Name

<u>Address</u>

WILSON B. GREATON, JR.

2601 E. Oakland Pk. Blvd., #405 Fort Lauderdale, Florida 33306

ARTICLE X

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of March, 1996.

WILSON B. GREATON, JR. Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

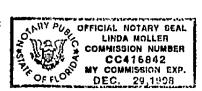
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Sworn to and subscribed before me this 14th day of March, 1996, by WILSON B. GREATON, JR., who is personally known to me.

NOTARY PUBLIC:

Sign: Jamea Wally
Print Name: LINDA MOLLER

My Commission No. is: My Commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of EVERT/SEGUSO/BASSETT TRAINING CENTER, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of EVERT/SEGUSO/BASSETT TRAINING CENTER, INC.

Date: March 14, 1996

WILSON B. GREATON, JR. Initial Registered Agent



(20) HAYS STREET TALLAHASSET, FL 32301,

ACCOUNT NO. : 0721000000032

REFERENCE : 890786

82570A

AUTHORIZATION :

COST LIMIT : 5 PREPAID

ORDER DATE : March 28, 1996

ORDER TIME : 9:15 AM

ORDER NO. : 898786

CUSTOMER NO:

82570A

CUSTOMER: Wilson B. Greaton, Jr., Esq

Greaton And Greaton P. O. Box 39238

Ft. Lauderdale, FL 33339

DOMESTIC AMENDMENT FILING

NAME:

EVERT/SEGUSO/BASSETT TRAINING

CENTER, INC.

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

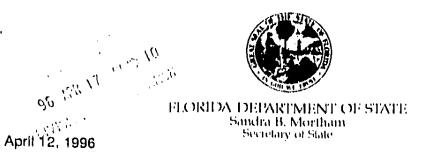
CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

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CSC NETWORKS KAREN B. ROZAR TALLAHASSEE, FL

RESUBMIT

Please give original

SUBJECT: EVERT/SEGUSU/BASSET FARANINGIGENTER, INC.

Ref. Number: P96000024872

We have received your document for EVERT/SEGUSO/BASSETT TRAINING CENTER, 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) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 496A00016995

THE PLAZA, BUSTE 201 \$386 TUMA CENTER ROAD BOGA FRATON, PLEWINA 2548A (407) 364-7800 FAXL (407) 204-6801

KAUFFMAN & SCHWARTZ, P.A.

BETHIL DOHEN ALAN O HAUTTHAN ROBERT M. BCSTMATE LIDA ANDIE WOLLER

OF COUNTRY MARTIN W. ALPERT CREATO DAMEST, F.A.

Alou As wited in: Pennsylvana Presenta

April 16, 1996

VIA FACSIMILE NO. 904\222-0393

PLORIDA MAR BOARD CERTIFICIT PRAL ESTATE LAWYER

State of Florida
Department of State
Corporation Information Services, Inc.
Attention: Karen B. Rozar
1201 Hays Street
Tallunassee, FL 32301

Re: Evert/Seguso/Bassett Tennis Center, Inc.

Dean Sirs:

Please be advised that we wish to release our filing for the above named corporation.

The filing for this corporation will be handled by Greaton and Greaton, P.A.

Very truly yours

Robert M. Schwartz

RM5/lao

cc: Greaton and Greaton, P.A.

Via Facsimile No. 954-561-0741

ARTICLES OF AMENDMENT

OF

96 APR 17 ANII: 21,
SECRETARY OF STATE
TALLAHASSEE, FLORIE,
R, INC.

EVERT/SEGUSO/BASSETT TRAINING CENTER, INC.

- 1. The name of the Corporation is EVERT/SEGUSO/BASSETT TRAINING CENTER, INC.
- 2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE I

NAME

The name of the Corporation is EVERT/SEGUSO/BASSETT TENNIS CENTER, INC."

3. The foregoing amendment was made on March 16, 1996, by the incorporator, WILSON B. GREATON, JR., without shareholder action pursuant to Section 607.1006, Florida Statutes, due to a Scrivener's error.

IN WITNESS WHEREOF, the undersigned, as incorporator of the Corporation, has executed these Articles of Amendment this 27th day of March, 1996.

EVERT/SEGUSO/BASSETT TENNIS CENTER, INC.

WILSON B. GREATON, JR

Incorporator