TBK 10: (m. 600000439) FROM: FILINGS, INC. DEPARTMENT OF ELECT ONIC FILING COVER ON OF CORPORATIONS 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET LAUDERDALE FL 33311-O TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761 (((H96000004398))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION NAME: SPORTBAFE, INC. FAX AUDIT NUMBER: H96000004398 STATUS: REQUESTED DATE REQUESTED: 03/27/1996 CURRENT TIME REQUESTED: 10:01:55 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF PAGES: 4 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to typo the Fax Audit number on the top and bottom of all pages of the document. (((H96000004398))) ** ENTER 'M' FOR MENU. **

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ARTICLES OF INCOMPORATION

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SPORTANCE INC.

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THE UNDERSIGNED, for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, privileges, rights and immunities of a corporation for profit.

ARTICLE I

The Name of the corporation shall be:

SPORTBAFE, INC.

ARTICLE IT

The general character or nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding is 10,000 shares of common stock, each share having a par value of \$1.00.

ARTICLE IV

The amount of capital with which this corporation shall begin business is \$10,000.00.

ARTICLE V

The initial street address of the principal office of this corporation is to be at:

1157 Sawgrass Corporate Parkway Sunrise, Plorida 33323

RICHARD H. LEVENSTEIN, P.A. 2101 N.W. SECOND AVENUE SUITE 2
BOCA RATON, FLORIDA 33431
Telaphone: (407) 392-7647
Florida Bat No. 0235296

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ARTICLE VI

The corporation shall have four (4) directors. The number of directors may be increased or diminished from time to time.

ARTICLE VII

The name and street address of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

Marc C. Bullivan 7133 South Brantwood Road Pt. Myers, Florids 33919

Joseph Diamond 7739 La Mirada Drive Boça Raton, Florida 3433

Stephen G. Giordanella 6250 N.W. 96th Terrace Parkland, Florida 33067

Richard H. Levenstein 2101 S.W. Second Avenue, Suite 2 Boos Raton, Florida 33431

ARTICLE VIII

The name and street address of the incorporator is:

Richard H. Levenstein, P.A. 2101 N.W. Second Avenue, Suite 2 Boca Raton, Florida 33431

ARTICLE IX

The corporation shall have perpetual existence.

ARTICLE X

The street address of the initial registered office of the corporation is:

2101 N.W. Second Avenue, Suite 2 Boca Raton, Florida 33431 H7600000 4393

The name of the initial Registered Ayent of the corporation at that address is:

RICHARD H. LEVENSTBIN

ARTICLE XI

Stockholders of this corporation may enter into such stockholders' and trustee agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders' and trustee agreement.

APTICLE XII

These Articles of Indorporation may be smended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of stock antitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Indorporation be made.

EXECUTED this 26th day of placeh, 1996, and acknowledged that the foregoing shall be filed in the Office of Secretary of State of Florida.

fished H. turk

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DONICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, MANING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Sections 607.0501 and 48.091, Florida Statutes, (Act) the following is submitted in compliance with said Act:

That SPORTSAFE, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation, has named

RICHARD H. LEVENSTEIN

located at:

2101 N.W. Second Avenue, Suite 2 Boca Raton, Florida 33431

as its agent to accept service of process within this state.

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ACCEPTANCE

The undersigned hereby accepts the appointment as Registered Agent, pursuant to Section 607.0501, Florida Statutes, and status that he is familiar with, and accepts the obligations of that position.

FILL N THE RECHARD H. LEVENSTEIN

Dated: 3/26/96

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SECRETARY OF STATE