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# FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: EMPLOYER CORPORATION KIT COMPANY

DEPARTMENT OF STATE

1401 W. LAMAR BLVD.

STATE OF FLORIDA

SUITE 200

400 EAST GAINES STREET

MIAMI, FL 33136-4010000

TALLAHASSEE, FL 32304

FAX: (904) 922-4000

CONTACT: RAY STORMONT

PHONE: (305) 541-3894

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: J & L SPORTS ASSOCIATES, INC.

FAX AUDIT NUMBER: H98000005882

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/26/1996

TIME REQUESTED: 17:09:43

CERTIFIED COPIES: 0

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TALLAHASSEE, FLORIDA

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Morham**  
**Secretary of State**

**April 26, 1996**

**EMPIRE CORPORATE KIT COMPANY**

**MIAMI, FL 33135**

**SUBJECT: J & L SPORTS ASSOCIATES, INC.**  
**REF: W96000009032**

**We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:**

**The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.**

**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) 487-6934.**

**Loria Poole**  
**Corporate Specialist**

**FAX Aud. #: E96000005882**  
**Letter Number: 696A00020028**

ARTICLES OF INCORPORATION  
OF  
J & L SPORTS ASSOCIATES, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 APR 26 PM 5:44

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**ARTICLE 1 - NAME**

The name of this corporation is: J & L Sports Associates, Inc..

**ARTICLE 2 - DURATION**

The duration of this corporation is perpetual.

**ARTICLE 3 - PURPOSE**

The corporation is created for the purpose of engaging in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE 4 - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 901 E. Sample Road, Suite G, Pompano Beach, Florida 33064.

**ARTICLE 5 - INCORPORATOR**

The name and street address of the incorporator of this corporation is:

Michelle M. Rapp  
750 East Sample Road  
Suite 227  
Pompano Beach, FL 33064

**ARTICLE 6 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

Michelle M. Rapp, Esq.  
750 E. Sample Rd.  
Bldg. 3 Suite 227  
Pompano Bch., FL 33064

(954) 784.2838  
FBN. 028177

## **ARTICLE 7 - CORPORATE CAPITALIZATION**

7.1 The maximum number of share that this Corporation is authorized to have outstanding at any time is One Thousand (1000) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.

7.3 The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into share of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restriction or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

## **ARTICLE 8 - POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **ARTICLE 9 - TITLE**

The Corporation, to the extent permitted by law, shall be entitled to treat that person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

## **ARTICLE 10 - INITIAL REGISTERED OFFICE AND AGENT**

The initial address of registered office of this corporation is 750 East Sample Road, Suite 227, Pompano Beach, Florida 33064. The name and address of the registered agent of this corporation is the Michelle M. Rapp, 750 East Sample Road, Building 3, Suite 227, Pompano Beach, Florida 33064.

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### **ARTICLE 11 - BYLAWS**

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

### **ARTICLE 12 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida. All rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 25th day of April, 1996.

Michelle M. Rapp  
Michelle M. Rapp, Incorporator

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Michelle M. Rapp, having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
Michelle M. Rapp

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TALLAHASSEE, FLORIDA

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