

P96000004266

SEMINOLE LETTER OF TRANSMITTAL

Date 5/8/96

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-05/14/96--01024--017  
\*\*\*122.50 \*\*\*122.50

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

Re: DAVID A. METER P.A.  
(name of corporation) Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

David A. Meter  
(individual's name)

FILED  
MAY 13 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DAVID A. METER, P.A.  
(name of corporation)

AL MAY 20 1996

MAILING ADDRESS OF CORPORATION		
5401 Kirkman Rd., Ste 610		
ORLANDO, FLORIDA 32819		
PHONE		
(407)	351-0425	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

FILED

of  
DAVID A. METER, P.A.  
(name of corporation)

96 MAY 13 PM 1:50

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, have adopted these Articles of Incorporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

DAVID A. METER, P.A.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida and the practice of law in the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1 shares (one) of \_\_\_\_\_ Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>DAVID A. METER</u>		
ADDRESS	<u>5401 KIRKMAN ROAD, suite 610</u>		
CITY	<u>ORLANDO</u>	FLORIDA	ZIP <u>32819</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>DAVID A. METER, P.A.</u>		
ADDRESS	<u>5401 KIRKMAN ROAD, suite 610</u>		
CITY	<u>ORLANDO</u>	FLORIDA	ZIP <u>32819</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>DAVID A. METER</u>		
ADDRESS	<u>564 CASCADE Circle #104</u>		
CITY	<u>Casselberry</u>	STATE <u>FLORIDA</u>	ZIP <u>32707</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the Incorporators signing these Articles of Incorporation are as follows:

NAME	DAVID A. METER		
ADDRESS	564 CASCADE Circle #104		
CITY	CASSELBERRY	STATE	FLORIDA ZIP 32707
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 8th day of MAY, 1996.

David A. Meter (Seal)  
\_\_\_\_\_  
(Seal)  
\_\_\_\_\_  
(Seal)

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF

FILED

96 MAY 13 PM 1:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DAVID A. METER, P.A.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 5401 KIRKMAN ROAD, Suite 610

ORLANDO, FLORIDA 32819

has named DAVID A. METER

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

David A. Meter

(registered agent)

# P96000042616

Requestor's Name

*Spaets Mcker, Inc.  
5401 Kirkman Rd. Ste 610  
ORLANDO, FL 32819*

200001943242  
-09/10/96--01092--006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

CI

ER(S), (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in       Pick up time \_\_\_\_\_       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
 96 SEP -9 PM 2:16  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

*Name Change w/ Amend.  
9/13/96*

Examiner's Initials

*DC*

AMENDMENT TO ARTICLES OF INCORPORATION  
OF

The Articles of Incorporation of David A. Meter, P.  
amended as follows:

ARTICLE I

NAME OF INCORPORATION

The name of the corporation is SportsMeter, Inc.

ARTICLE IV

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

David A. Meter

The foregoing instrument was acknowledged before me this 6th day of SEPTEMBER, 1996 by DAVID A. METER who is personally known to me (or who produced \_\_\_\_\_ as identification) and who did not take oath (or who did take oath).

Given under my hand and official seal this 6th day of September, 1996.



PAMELA G WHITTEMORE  
My Commission CC544275  
Expires May, 18, 2000

Pamela G. Whittemore

Printed Name: PAMELA G. WHITTEMORE

Notary Public, State and County  
aforesaid.

My Commission Expires: May 18, 2000

FILED  
SEP - 06 11 21 19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF  
AMENDMENT TO ARTICLES OF INCORPORATION  
OF

*DAVID A. METER, P.A.*

The undersigned, being the shareholders and the directors of the corporation hereby certify that:

1. The name of the corporation is David A. Meter, P. A.
2. The corporation was formed pursuant to the filing of the Articles of Incorporation in the office of the Secretary of State on the 13TH day of May 1996. *(change to: Sports Meter, Inc.)*
3. In accordance with Florida Statutes 607.181(3), all of the shareholders and all of the directors have approved the Amendment to the Articles of Incorporation and said Amendment is attached hereto and hereby made a part of this Amendment.

IN WITNESS WHEREOF, the corporation has caused this Amendment to be signed in its name by its shareholders and directors and the corporate seal to be affixed this 6th day of September, 1996.

BY: *David A. Meter*

STATE OF FLORIDA  
COUNTY OF Orange

BEFORE ME, the undersigned authority, personally appeared DAVID A. METER who is to me well known to be the person described in and who subscribed the above Amendment to the Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Orlando, Orange County, Florida this 6th day of September, 1996.



PAMELA G WHITTEMORE  
My Commission CC546275  
Expires May. 18, 2000

*Pamela G. Whittemore*  
Printed Name: PAMELA G. WHITTEMORE

Notary Public, State and County  
aforesaid

My Commission Expires: May 18, 2000