(352) 6H3-4912 WILLIAM T. CHARNOCK, BL ATTORNEYS AT LAW FAX (352) 686-7455 13127 SPRING HILL DRIVE 95 HAY LO PM 1: 06 SPRING HILL, FLORIDA 34609 TALLAHASSEE FLORIDA

May 7, 1996

MARK E HAGER

Secretary of State Division of Corporations Goorge Firestone Building 409 East Gaines Street Tallahassee, Florida 32314

RE: Sports Depot of Hernando, Inc.

Ladies and/or Gentlemen:

please find the enclosed Articles of Incorporation for the above-referenced corporation, together with this firm's check in the amount of seventy and 00/100 dollars (\$70.00) which represents the required filing fee.

Please return a copy of the filed articles to my office at your earliest possible convenience.

If you should have any questions, please do not hesitate to contact me. Thank you for your attention to and assistance in this regard.

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WTC:tjp

Enclosures

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ARTICLES OF INCORPORATION

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SPORTS DEPOT OF HERNANDO, INC.

ARTICLE I. NAME

The name of the Corporation shall be: SPORTS DEPOT OF HERNANDO, INC.

ARTICLE JI. DURATION

As provided in Florida Statutes, Chapter 607, this Corporation shall exist in perpetuity.

ARTICLE III. PURPOSE

This Corporation is organized for the purpose of transacting any or all business permitted under the laws of the United States and of this State.

ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of Common Stock at \$1.00 par value.

ARTICLE V. INITIAL ADDRESS OF THE CORPORATION

The initial address of the Corporation is: 178 Mariner Boulevard, Spring Hill, Florida 34609.

ARTICLE VI. PREEMPTIVE RIGHTS

Every stockholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

Corporation in William T. CHARNOCK, III, and the name of the initial registered agent of this Corporation at that address is 13127 Spring Hill Drive, Spring Hill, Florida 34609.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

JOSEPH DIBATTISTA 11202 Sedgefield Avenue Spring Hill, Florida 34608

ARTICLE IX. INCORPORATORS

The name and address of the person signing these Articles is:

JOSEPH DIBATTISTA 11202 Sedgefield Avenue Spring Hill, Floride 34608

ARTICLE X. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XI. AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation...or...any.... amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII. INDEMNIFICATIONS

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all the directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees incurred in connection with

officers, employees and agents in their capacity as such, chebits of 1:00 for willful misconduct or gross negligence.

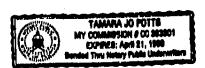
SCOR MARK DE STATE TALLAMASSEE, FLORID

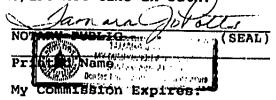
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this and day of May, 1996.

JOSEPH DIBATTISTA

STATE OF FLORIDA COUNTY OF HERNANDO

SWORN TO and SUBSCRIBED before me this and day of May, 1996, by JOSEPH DIBATTISTA who is personally known to me or who produced a valid driver's license and who did/did not take an oath.)





Having been named registered agent to accept service of process for the above-stated Corporation, at the place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes in all matters relative thereto.

WILLIAM TO CHARNOCK, III Registered Agent

May 27, 1997

SPORTS DEPOT OF HERNANDO, INC. 178 MARINER BLVD SPRING HILL, FL 34609

SUBJECT: SPORTS DEPOT OF HERNANDO, INC.

Ref. Number: P96000042714

Debit Memo #: 8197-T

This is to inform you that check #1447 in the amount of \$165.00 submitted with the annual report for SPORTS DEPOT OF HERNANDO, INC. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after July 27, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey Accountant I Letter Number: 997A00028452



Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for SPORTS DEPOT OF HERNANDO, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of August 8, 1997 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P96000042714.

P96000427/4

Given under my hand and the Great Seal of the State of Morida, at Talkahassee, the Capital, this the Eighth day of August, 1997



CR2EO22 (2-95)

Soucha B. Mortham)

Sandra B. Mortham Secretary of State