

P96000053634

TRANSMITTAL LETTER

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

Subject: GQ Sports, Inc.

200001871932
-06/21/96--01119--005
*****70.00 *****70.00

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$70.00.

FROM: Jaime R. Quezon
2910 Bay to Bay Boulevard
Suite 217
Tampa, FL 33629
(813)837-5395

FILED
96 JUN 21 PM 1:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 6/24/96

ARTICLES OF INCORPORATION

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

GQ Sports, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2910 Bay to Bay Boulevard, Suite 208, Tampa, FL 33629

ARTICLE III. SHARES

The corporation is authorized to issue one class of stock, that stock being 1000 of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the by laws of the corporation.

ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Jaime R. Quezon
2910 Bay to Bay Boulevard
Suite 217
Tampa, FL 33629

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Jaime R. Quezon
2910 Bay to Bay Boulevard
Suite 217
Tampa, FL 33629

FILED
96 JUN 21 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation this 11th day of June, 1996. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

John R. Quilley
Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

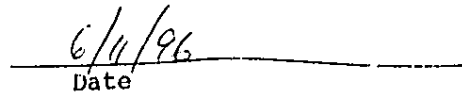
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is: GQ Sports, Inc.
2. The name and address of the registered agent and office is:

Jaime R. Quezon
2910 Bay to Bay Boulevard
Suite 217
Tampa, FL 33629

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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 registered agent.


Signature


Date

FILED
96 JUN 21 PM 1:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA