



PRESTIGE MAIL

TELEPHONE SERVICE ACCOUNT NO. : 07210086002 CORPORATION

REFERENCE : 048673 80697A

AUTHORIZATION :

COST LIMIT : \$ 70.00

96 AUG -9 AM 10:44  
RECEIVED

ORDER DATE : August 9, 1996

ORDER TIME : 10:12 AM

ORDER NO. : 048673

CUSTOMER NO: 80697A

CUSTOMER: Diana Ross, Legal Asst  
ADLER TOLAR & ADLER

Suite 4  
1700 Northeast 26th Street  
Fort Lauderdale, FL 33305

DOMESTIC FILING

NAME: BUD'S SPORTS CARDS AND  
COLLECTIBLES, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG -9 PM 12:54

8/9/96

ARTICLES OF INCORPORATION

OF

BUD'S SPORTS CARDS AND COLLECTIBLES, INC.

ARTICLE I.

NAME

The name of this corporation is

BUD'S SPORTS CARDS AND COLLECTIBLES, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address

of this corporation is:

2400 East Oakland Park Boulevard  
Building P - Times Square  
Fort Lauderdale, FL 33306

ARTICLE III.

DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of

the date of filing.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation shall be authorized to issue two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock are as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Voting Common	\$10.00 per share	100 shares

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are:

FRANK SCARDUZIO  
2400 East Oakland Park Boulevard  
Building P - Times Square  
Fort Lauderdale, Florida 33306

The Registered Agent, by his execution of these Article of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of §607.0501, Florida Statutes.

#### ARTICLE VII.

##### 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 as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are:

FRANK SCARDUZIO  
2400 East Oakland Park Boulevard  
Building P - Times Square  
Fort Lauderdale, Florida 33306.

#### ARTICLE VIII.

##### INCORPORATOR

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

FRANK SCARDUZIO  
2400 East Oakland Park Boulevard  
Building P - Times Square  
Fort Lauderdale, Florida 33306

ARTICLE IX.

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 X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders holding voting stock of the corporation.

ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 9<sup>th</sup> day of August, 1996.



INCORPORATOR/FRANK SCARDUZIO

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.S.:

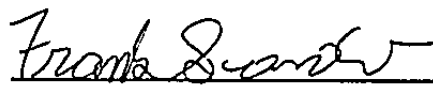
BUD'S SPORTS CARDS & COLLECTIBLES, INC., organized under the laws of the State of Florida, with its principal office at 2400 East Oakland Park Boulevard, Building P - Times Square, Fort Laudordale, Florida 33306, has named FRANK SCARDUZIO, located at 2400 East Oakland Park Boulevard, Building P - Times Square, Fort Lauderdale, Florida 33306 as its Agent to accept service of process within the State.

NEWLY ELECTED OFFICERS:

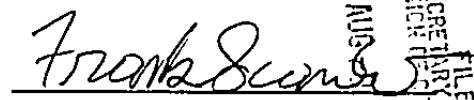
<u>Name &amp; Title</u>	<u>Address</u>
FRANK SCARDUZIO President/Secretary	2400 E Oakland Park Blvd Bldg P - Times Square Ft Lauderdale, FL 33306

NEWLY APPOINTED DIRECTORS:

FRANK SCARDUZIO President/Secretar/	2400 E Oakland Park Blvd Bldg P - Times Square Ft Lauderdale, FL 33306
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FRANK SCARDUZIO

I agree, as Registered Agent, to accept service of process; to keep office open during prescribed hours; to post my name in some conspicuous place in office as required by law.

  
FRANK SCARDUZIO  
Registered Agent

96 AUG 21 12:54  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS