

R960000071526

Dannheisser & Wallace

A Professional Association

ATTORNEYS & COUNSELORS AT LAW

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August 22, 1996

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-08/27/96--01038--013
****122.50 ****122.50

Dear Ms. Mortham:

Please find enclosed our firm check in the amount of \$122.50 for incorporation of the enclosed. We have already reserved a number (R96000004004) and would appreciate your expeditious handling of this matter.

Sincerely yours,

DANNHEISSER & WALLACE, P.A.

Jaime L. Wallace

Jaime L. Wallace

JLW:em

Encl.

63 AUG 25 PM 12:03
JLW

AL AUG 28 1996

95 AUG 26 11:12:03

ARTICLES OF INCORPORATION
OF
SPORTSPARK, INC.

The undersigned, for the purposes of forming a corporation, under the FLORIDA BUSINESS ACT, does hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is SPORTSPARK, INC. The mailing address of the corporation is 7113 12th Ct. E., Sarasota, Florida 34243. The principal place of business is 7200 Clark Road, Sarasota, Florida 34243.

ARTICLE II
DURATION

The duration of the corporation is perpetual.

ARTICLE III
PURPOSE

The general purposes for which the corporation is organized are the following:

a. To engage in and transact any lawful business for which corporations may be incorporated under the FLORIDA GENERAL CORPORATION ACT. No other purpose limits this general purpose in any way.

b. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV
SHARES

The aggregate number of shares which this corporation is authorized to issue is 10,000,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7200 Clark Road, Sarasota, Florida 34243, and the name of the initial Registered Agent at that address is Ric Jones.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is five. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. The name and address of each initial director of the corporation is as follows:

<u>Name</u>	<u>Address</u>
Ric Jones	7113 12th Ct. E., Sarasota, FL 34243
Kimberly Lacewell	7113 12th Ct. E., Sarasota, FL 34243

Stu Dickson 1631 Stickney Point Road, Apt 2, Sarasota,
FL 34231

Richie Smith 6400 Gateway Ave., Sarasota, FL 34231

Benedict Di Giulio 177 Rt. 46, P.O. Box 147, Lodi, N.J.
07644

ARTICLE VII
INCORPORATOR

The name and address of each incorporator is as follows:
Ric Jones, 7200 Clark Road, Sarasota, Florida 34243.

ARTICLE VIII
AMENDMENT

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

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he is or was the director, officer, employee or agent of the corporation or serves or served any other enterprise at the request of the corporation.

IN WITNESS WHEREOF, the undersigned has signed these Articles
of Incorporation on this

22 day of August, 1996.


RIC JONES

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on
August 22, 1996, by RIC JONES, who is personally known to me
or who has produced Florida's drivers license as identification
and who did (~~did not~~) take an oath.


Name Elysa Morris

Notary Public

My Commission Expires:



ELYSA MORRIS
My Commission CC824685
Expires Jan. 15, 2000

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
95 AUG 26 PM 12:03
DATE
FLORIDA

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.


Date: August 23, 1996