

P96000073681

CT CORPORATION SYSTEM

200 West Street
Boston, MA 02109
Tel 617 482 4006
Fax 617 482 2795

August 30, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700001939237
-09/05/96--01020--005
*****70.00 *****70.00

Re: NEW ENGLAND SPORTS FANTASIES INC. (FL)
Order #: 622368

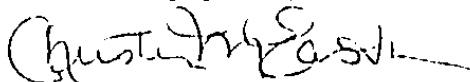
Sir/Madam:

As requested by counsel, we enclose for filing Articles of Incorporation on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-225-2034 Ext. 3012.

Very truly yours,



Christine M. Eastwine
Customer Specialist

/cme

Enclosure

SEP 5 1996

BSB

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP -3 PM 2:25

FILED

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

NEW ENGLAND SPORTS FANTASIES INC.

FILED
95 SEP -3 PM 2:25
TALLAHASSEE, FLORIDA

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: NEW ENGLAND SPORTS FANTASIES INC.

SECOND: THE ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 7123 S. Brentwood Road, Ft. Myers, FL 33919

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: 6,000 shares

*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

<u>6,000 Common</u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS IN RESPECT OF THE SHARES OF EACH CLASS:

<u>CLASS</u>	<u>PREFERENCES</u>	<u>LIMITATIONS</u>	<u>RELATIVE RIGHTS</u>
<u>N/A</u>	<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>	<u></u>

*FIFTH: (a) IF THE CORPORATION IS TO ISSUE THE SHARES OF ANY PREFERRED OR SPECIAL CLASS IN SERIES, THE DESIGNATION OF EACH SERIES IS:

<u>N/A</u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

(*Optional)

(b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INSOFAR AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

<u>SERIES</u>	<u>RELATIVE RIGHTS</u>	<u>PREFERENCES</u>
<u>N/A</u>		

(c) STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

N/A

SIXTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

None

SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

None

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O CT CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD,
CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS CT CORPORATION SYSTEM

*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS Three (3), AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

Kevin Marden, 28 Angela Lane, Watertown, MA 02172
Gerald B. Moses, Jonathans Landing, Unit No. 6, HCR 062, Box
324B, Center Harbor, NH 03226
Marc Sullivan, 7123 S. Brentwood Road, Ft. Myers, FL 33919

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Christine M. Eastwine, 2 Oliver Street, Boston, MA 02109
Tammy L. Fischer, 2 Oliver Street, Boston, MA 02109
Mary Simone, 2 Oliver Street, Boston, MA 02109

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS 30th DAY OF August, 19 96.

Christine M. Eastwine
SIGNATURE/TITLE

Christine M. Eastwine

Tammy L. Fischer
SIGNATURE/TITLE

Tammy L. Fischer

Mary Simone
SIGNATURE/TITLE

Mary Simone

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION
607.0501 (3) F.S.: CT CORPORATION SYSTEM IS FAMILIAR WITH AND
ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

CT CORPORATION SYSTEM

DATED August 30, 19 96

Edward Gwisdalla
BY

Edward Gwisdalla
(TYPE NAME OF OFFICER)

Assistant Vice President
(TITLE OF OFFICER)