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September 13, 1996

SECRETARY OF STATE
Department of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200000110-102-510
09/17/96--0114--007
***122.50 ***122.50

Re: GULFCOAST BOXING, INC.
Our File Number: G-204-D

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation, GULFCOAST BOXING, INC.

Also enclosed is a check in the amount of \$122.50 to cover the various fees. If you find that everything is in order, please return a certified copy of the articles to this office.

Thank you for your attention to this matter.

Very truly yours,

ARTHUR D. DECKELMAN, P.A.
& ASSOCIATES

Dawn A. Geibel

Dawn A. Geibel
Legal Assistant to
Arthur D. Deckelman, Esquire

/dg

Enclosures

*217
36370 US HWY 19 NO
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ARTICLES OF INCORPORATION
OF
GULFCOAST BOXING, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I. NAME

The name of the corporation ("Corporation") shall be:

GULFCOAST BOXING, INC.

The street address of the principal office of the Corporation shall be 2050 Los Lomas Drive, Clearwater, Florida 34623, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 500, all of which shall be Common Shares, having no par value per share. All common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. REGISTERED AGENT

The initial street address of the Corporation's registered office is 2050 Los Lomas Drive, Clearwater, Florida 34623. The initial registered agent for the Corporation at that address is GARY RINI.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The initial board of directors shall consist of two members initially. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
GARY RINI Director	2050 Los Lomas Drive Clearwater, Florida 34623
DON BRADLEY Director	2050 Los Lomas Drive Clearwater, Florida 34623

ARTICLE VII. INCORPORATOR

The name and street addresses of the incorporators to these Articles of Incorporation are:

Name	Address
GARY RINI Director	2050 Los Lomas Drive Clearwater, Florida 34623
DON BRADLEY Director	2050 Los Lomas Drive Clearwater, Florida 34623

ARTICLE VIII. INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

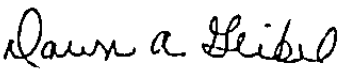
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 12 day of September, 1996.


Name: GARY RINI

STATE OF FLORIDA)
)ss
COUNTY OF PINELLAS)

BEFORE ME, personally appeared GARY RINI, to me known, who after being duly sworn, acknowledges that he has read the foregoing ARTICLES OF INCORPORATION, and that he subscribed to these ARTICLES OF INCORPORATION on the 12 day of September, 1996.

[SEAL]


Notary Public
Name:
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE NAMING AGENT FOR UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, GULFCOAST BOXING, INC., desiring to organize under the laws of the State of Florida, with its principal office at 36370 U.S. Highway 19 North, Palm Harbor, Florida 34684, County of Pinellas, State of Florida, wishes GARY RINI, as its agent, to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office, and state that I am familiar with and accept the obligations of that position pursuant to Florida Statutes 607.0501(3).

GARY RINI

STATE OF FLORIDA :
 : SS
COUNTY OF PINELLAS :

BEFORE ME, the undersigned officer, personally appeared GARY RINI, known to me to be the person whose name is subscribed to the instrument within and acknowledged that he executed same for the purposes contained therein.

WITNESS my hand and official seal in the County and State named
above this 12 day of September, 1996.

Notary Public
My commission expires:

My commission expires: