

800-342-8086

PA6000081178



**PRENTICE HALL
LEGAL & FINANCIAL SERVICES**

ACCOUNT NO. : 072100000032

REFERENCE : 103259 8676A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Ruiz

ORDER DATE : September 30, 1996

ORDER TIME : 9:03 AM

ORDER NO. : 103259

510001960805

CUSTOMER NO: 8676A

CUSTOMER: Elaine R. Steeris, Legal Asst
MERRILL BOOKSTEIN, ESQ

4800 North Federal Highway
Suite 201b
Boca Raton, FL 33431

DOMESTIC FILING

NAME: NEON SPORT COLLECTIBLES, INC.

EFFECTIVE DATE:

XX 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: Danny G. Smith

EXAMINER'S INITIALS:

FILED
96 OCT -1 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT -1 AM 10: 07
DIVISION OF CORPORATION

10-1-94
KR

ARTICLES OF INCORPORATION
OF
NEON SPORT COLLECTIBLES, INC.

FILED
96 OCT -1 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NEON SPORT COLLECTIBLES, INC.

The address of the principal office of this corporation shall be 5470 Northwest 41st Terrace, Boca Raton, Florida 33496, and the mailing address of the corporation 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 of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 4800 North Federal Highway, Suite 201B, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Merrill A. Bookstein.

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. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Marvin Feldman Dir.	5470 Northwest 41st Terrace Boca Raton, Florida 33496
Jack Feldman Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Marvin Feldman Pres.	5470 Norhtwest 41st Terrace Boca Raton, Florida 33496
-------------------------	--

Jack Bravman Sec./Treas.	Same
-----------------------------	------

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on October 1, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

DGS

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: NEON SPORT COLLECTIBLES, INC.

2. The name and address of the registered agent and office is:

MERRILL A. BOOKSTEIN, ESQ.

(Name)

4800 N. FEDERAL HIGHWAY - SUITE 201B

(P.O. Box not acceptable)

BOCA RATON, FLORIDA 33431

(City/State/Zip)

FILED
96 OCT - 1 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

October 1, 1996

A LOCAL OFFICE
TO KNOW YOU BETTER.
A NATIONWIDE NETWORK
TO SERVE YOU BETTER.



networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
(904) 241-0171
(904) 241-0172

800-342-8086

PA 000081178

ACCOUNT NO. : 072100000032

REFERENCE : 703259, Patricia P. 8676A

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
96 OCT - 7 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 30, 1996

ORDER TIME : 4:08 PM

ORDER NO. : 103259

200001966182

CUSTOMER NO: 8676A

CUSTOMER: Elaine R. Steeris, Legal Asst
Merrill Bookstein, Esq
4800 North Federal Highway
Suite 201b
Boca Raton, FL 33431

DOMESTIC AMENDMENT FILING

NAME: NEON SPORT COLLECTIBLES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
96 OCT - 7 AM 11:31
DIVISION OF CORPORATION

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: _____

N. HENDRICKS OCT - 8 1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 7, 1996

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: NEON SPORT COLLECTIBLES, INC.
Ref. Number: P96000081178

We have received your document for NEON SPORT COLLECTIBLES, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The amendment states that Article I is being amended, but the change has been left blank. Please correct the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 296A00045676

RECEIVED
96 OCT -8 AM 8:43
DIVISION OF CORPORATION

FILED
96 OCT -7 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE VI of the Articles of Incorporation of
NEON SPORT COLLECTIBLES, INC. shall be amended to read as
follows:

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. This corporation shall have
two Directors. The names and addresses of the
members of the Board of Directors are:

Marvin Feldman
Dir.

5470 Northwest 41st Terrace
Boca Raton, Florida 33496

Jack Bravman
Dir.

Same

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 4th day of October, 1996.

CORPORATION SERVICE COMPANY

Deborah D. Skipper
BY: Its Incorporator,
It's Agent, Deborah D. Skipper

DGS