

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-0171
904-222-0193 FAX

800-342-8086



networks

PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 107339 101049A

AUTHORIZATION :

Patricia Pysht

COST LIMIT : \$ 70.00

ORDER DATE : October 2, 1996

ORDER TIME : 4:54 PM

ORDER NO. : 107339

CUSTOMER NO: 101049A

CUSTOMER: Ben I. Farbstein, Esq
BEN I. FARBSTEIN, ESQ

Suite 101
3109 Stirling Road
Fort Lauderdale, FL 33312-6558

DOMESTIC FILING

NAME: SPORTS GOLD, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

Dmc 10/3/96

DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

96 OCT -3 AM 8:45 96 OCT -3 AM 11:47

RECEIVED FILED

FILED

96 OCT -3 AM 11:47

ARTICLES OF INCORPORATION
OF

STATE
TALLAHASSEE, FLORIDA

SPORTS GOLD, INC.

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:

SPORTS GOLD, INC.

The address of the principal office of this corporation shall be 91380 Collins Avenue, Suite 1016, Miami, Florida 33160, 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 500 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 Suite 101, 3109 Stirling Road, Ft. Lauderdale, Florida 33160, and the name of the initial registered agent of the corporation at that address is Ben I. Farbstein, ESQ.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Brandy Goldstein	91380 Collins Avenue, Suite 1016
Dir./Pres./Sec./Treas.	Miami, Florida 33160

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 2, 1996.

CORPORATION SERVICE COMPANY

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

ACG/vlp

FILED
96 OCT -3 AM 11:47
SEC. OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

BEN I. FARBSTEIN, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

SPORTS GOLD, INC. _____ is
familiar with and accepts the obligations of the position
of Registered Agent under Section 607.0505, Florida
Statutes.

By: _____

BEN I. FARBSTEIN, ESQ.

201 N. STRE...
TALLAHASSEE, FL 32302-26...
904-222-0171...
904-222-0171 FAX

P 96000081792



ACCOUNT NO. : 072100000032
REFERENCE : 107339 101049A
AUTHORIZATION
COST LIMIT \$ 35.00 *Patricia Pizutto*

ORDER DATE : October 2, 1996
ORDER TIME : 8:54 AM
ORDER NO. : 107339-025
CUSTOMER NO: 101049A

900001983999--3

CUSTOMER: Ben I. Farbstein, Esq
Ben I. Farbstein, Esq
Suite 101
3109 Stirling Road
Fort Lauderdale, FL 33312-6558

DOMESTIC AMENDMENT FILING

NAME: SPORTS GOLD, 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

CONTACT PERSON: DANIEL LEGGETT

EXAMINER'S INITIALS:

Amendment
10/23/96
DC

FILED
96 OCT 23 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 23 AM 11:30
DIVISION OF INCORPORATION

FILED
96 OCT 23 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLES I and VII of the Articles of Incorporation of
SPORTS GOLD, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

SPORTS GOLD, INC.

The address of the principal office of this corporation
shall be 19380 Collins Avenue, Suite 1016, Miami, Florida
33160, and the mailing address of the corporation shall be the
same.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director,
initially. The name and street address of the initial officer
and director who shall hold office for the first year of the
corporation, or until his successor is elected or appointed is:

Brandy Goldstein
Dir./Pres./Sec./Treas.

19380 Collins Avenue, Suite 1016
Miami, Florida 33160

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 22nd day of October, 1996.

Corporation Service Company
Its Incorporator

Gail Shelby
Its Agent, Gail Shelby 8

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