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JOSEPH CONSTANT, ESQ.  
Constant Mediators

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October 16, 1996

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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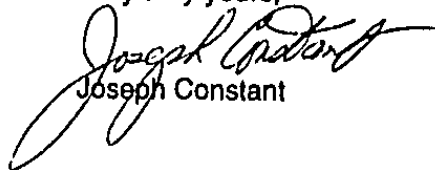
Re: VOLLEYBALL SCOUTING NETWORK, INC.

Dear Sir:

Enclosed please find two original Articles of Incorporation for Volleyball Scouting Network, Inc. Also enclosed is a check in the amount of \$122.50 for the filing fee and a self addressed stamped envelope. After the Articles of Incorporation are filed, please mail the certified copy back to the undersigned in the envelope provided.

Thank you for your cooperation and contact me if there are any difficulties.

Very truly yours,

  
Joseph Constant

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DIVISION OF STATE  
CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF  
VOLLEYBALL SCOUTING NETWORK, INC.

STATE  
FLORIDA  
JAN 13 1981

The undersigned, acting as incorporator of **VOLLEYBALL SCOUTING NETWORK, INC.** under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is:

**VOLLEYBALL SCOUTING NETWORK, INC.**

and the principal place of business is:

**50 South Shore Drive, Apt. 7, Miami Beach, Florida 33141**

**ARTICLE II. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE III. PURPOSE**

This corporation is formed for the purpose of transacting any or all lawful business.

**ARTICLE IV. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is ONE THOUSAND shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

#### **ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 50 South Shore Drive, Apartment 7, Miami Beach, Florida 33141 and the name of corporation's initial registered agent at that address is Matthew D. Hagood.

#### **ARTICLE VI. INITIAL BOARD OF DIRECTORS**

The corporation shall have two directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the two initial directors are: Matthew D. Hagood, 50 South Shore Drive, Apartment 7, Miami Beach, Florida 33141 ; and

John S. Hagood, 2423 North 154th Street, Omaha Nebraska 68114.

#### **ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator is:

Matthew D. Hagood, 50 South Shore Drive, Apartment 7, Miami Beach, Florida 33141.

#### **ARTICLE VIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE IX. AMENDMENTS**

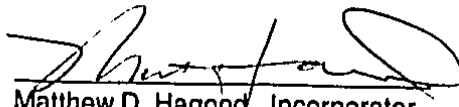
The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous written consent of the board of directors. Thereafter, every

amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

**ARTICLE X. INDEMNIFICATION**


The corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of October, 1996.

  
Matthew D. Hagood, Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for **VOLLEYBALL SCOUTING NETWORK, INC.** in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

  
Matthew D. Hagood, Registered Agent