

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

P96000091875



PRESTIGE MAIL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 147505 4330594

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$122.50

ORDER DATE : November 7, 1996

ORDER TIME : 11:09 AM

ORDER NO. : 147505-005

CUSTOMER NO: 4330594

CUSTOMER: Justin Wilson, Legal Assistant
ADORNO & ZEDER, P.A.

000001999440--9

Suite 1600
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILING

NAME: NORTH RIVER BOXING, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

Karen Rozar GAVE
ARTICLES TO CLINT FUHRMAN TO
SEND BY RIA PAGE
DATE: 11-15-96
CSC EXAM *KE*

11-8-96
KR

FILED
95 NOV -7 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 NOV -7 PM 1:04
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
NORTH RIVER BOXING, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the provisions of Chapter 607 Florida Statutes:

ARTICLE I. NAME

The name of this corporation is North River Boxing, Inc. (the "Corporation").

ARTICLE II. - ADDRESS

The principal business address and mailing address of the Corporation is 1871 N.W. North River Drive, Miami, Florida 33126.

ARTICLE III. - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of Common Stock with no par value.

ARTICLE IV. - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be at 2601 S. Bayshore Dr., Suite 1600, Miami, Florida 33133 and the initial registered agent of this Corporation at such office shall be A Z Registered Agent Corporation.

ARTICLE V. - INCORPORATOR

The name and street address of the entity signing these Articles of Incorporation is A Z Registered Agent Corporation, 2601 S. Bayshore Dr., Suite 1600, Miami, Florida 33133.

IN WITNESS WHEREOF, the undersigned has executed these articles of Incorporation on November 6, 1996.

A Z REGISTERED AGENT CORPORATION,
Incorporator

This instrument prepared by:

By: Justin T. Wilson
Justin T. Wilson
2601 S. Bayshore Dr., Suite 1600
Miami, Florida 33133
(305) 858-5555

Justin T. Wilson
Justin T. Wilson,
Secretary and Treasurer

FILED
96 NOV -7 PM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

1. The name of the Corporation is:

North River Boxing, Inc.

2. The name and address of the Registered Agent and the Registered Office is: A Z Registered Agent Corporation, 2601 S. Bayshore Dr., Suite 1600, Miami, Florida 33133.

Pursuant to Section 607.0501, Florida Statutes, the undersigned has been named to act as the Registered Agent at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with Section 607.0505, Florida Statutes, relating to the proper and complete performance of the duties of the registered agent of the Corporation and that the undersigned is familiar with and accepts the obligations of the position of Registered Agent for the Corporation.

Date: November 6, 1996

A Z REGISTERED AGENT CORPORATION,
Registered Agent

By: Justin T. Wilson

Justin T. Wilson,
Secretary and Treasurer

FILED
96 NOV -7 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA