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**YERRID
KNOPIK
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ATTORNEYS AND COUNSELLORS AT LAW

November 4, 1996

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C. STEVEN YERRID**
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*Also admitted in Washington D.C. and Virginia

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

RE: New Corporation Filing: Yerrid, Motley and Rice, Inc.

Greetings:

Enclosed please find the original and a copy of the Articles of Incorporation of Yerrid, Motley and Rice, Inc. and also a check in the amount of \$70.00 made payable to the Florida Secretary of State. Please file the Articles.

Very truly yours,

YERRID, KNOPIK & MUDANO

Claire D. Hancock

Claire D. Hancock

CDh/ch

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
YERRID, MOTLEY AND RICE, INC.

The undersigned subscriber, a natural person competent to contract, hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this Corporation shall be YERRID, MOTLEY AND RICE, INC.

The principal place of business of this corporation shall be:

101 East Kennedy Boulevard
Suite 2160
Tampa, Florida 33602-5148

ARTICLE II. NATURE OF BUSINESS

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

- a. To engage in the promotion of sporting events and any other lawful activity related thereto.

ARTICLE III. STOCK

The authorized capital stock of this Corporation shall consist of 100 shares of Common Stock with no par value.

The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Stockholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreement.

ARTICLE IV. CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than Five Thousand (\$5,000) Dollars.

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TALAMON, FLORIDA

ARTICLE V. DURATION

The Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall exist perpetually unless dissolved according to law.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be 101 East Kennedy Boulevard, Suite 2160, Tampa, Florida 33602-5148. The name of the initial Registered Agent at such address is C. Steven Yerrid. The Board of Directors may from time to time move the registered office to any other address in Florida and may establish branch and other offices within or without the State of Florida.

ARTICLE VII. NUMBER OF DIRECTORS

The business of this Corporation shall be managed by a Board of Directors consisting of two (2) or more members, the exact numbers to be determined from time to time in accordance with the Bylaws.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The name and street addresses of the initial directors who shall hold office until the first annual meeting of stockholders, and thereafter until a successor or successors are elected is as follows:

C. Steven Yerrid	101 East Kennedy Boulevard Suite 2160 Tampa, Florida 33602-5148
Ronald L. Motley	Meeting Street, Suite 600 P.O. Box 1137 Charleston, SC 29402
Joseph F. Rice	Meeting Street, Suite 600 P.O. Box 1137 Charleston, SC 29402

ARTICLE IX. OFFICERS

This Corporation shall have a President, a Vice President, a Secretary/Treasurer, and may have additional and assistant officers including, without limitation thereto, a Chairman of

the Board of Directors, one or more Vice Presidents, Assistant Secretaries and Assistant Treasurers. A person may hold more than one office except that the President may not also be the Secretary or an Assistant Secretary.

ARTICLE X. BYLAWS

The Board of Directors shall adopt Bylaws for the Corporation. The Bylaws may be amended, altered or repealed by the stockholders or Directors in any manner permitted by the Bylaws.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon stockholders hereunder are granted subject to this reservation.

ARTICLE XII. INCORPORATOR AND SUBSCRIBER

The name and address of the Incorporator and Subscriber of these Articles of Incorporation is as follows:

C. Steven Yerrid

100 East Kennedy Boulevard
Suite 2160
Tampa, Florida 33602-5148

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the foregoing Articles of Incorporation, has hereunder set his hand and seal this 4th day of November 1996.


C. STEVEN YERRID

CERTIFICATE OF REGISTERED AGENT

I, C. STEVEN YERRID, do hereby agree to act in the capacity of Registered Agent for YERRID, MOTLEY and RICE, INC. for the purpose of receiving service of process for the Corporation at 101 East Kennedy Boulevard, Suite 2160, Tampa, Florida 33602-5148.

4th IN WITNESS WHEREOF, I hereby set my hand and seal this day of November, 1996


C. STEVEN YERRID

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CLERK OF STATE
TALLAHASSEE, FLORIDA

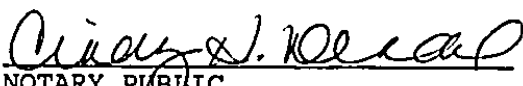
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned, C. STEVE YERRID, who being first duly sworn states that he is Subscriber and Incorporator of YERRID, MOTLEY and RICE, INC., that he has read the foregoing Articles of Incorporation and executed same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 4th day of November, 1996.


C. STEVEN YERRID


NOTARY PUBLIC

My Commission Expires: 7/13/98

