

Rosa M. Levy
300 N.E. 130th. Street
North Miami, Florida 33161
Tel: (305) 828-3970

November 5, 1996
P96000098395

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

Re: **SPORTS & ATHLETICS CONSULTING GROUP, INC.**
New Filing

FILED
96 DEC -2 PM 1:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dear Sir/Madam:

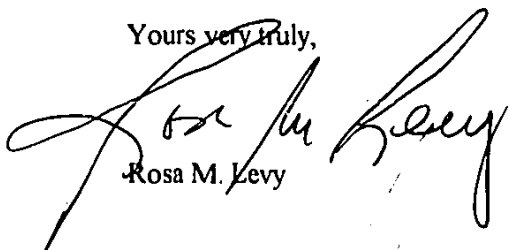
000002022070--3
-12/06/96--01028--025
****150.00 ****150.00

Please find enclosed Articles of Incorporation for **SPORTS & ATHLETICS CONSULTING GROUP, INC.** as well as Check in the amount of \$125.00 to cover filing fees Certificate of Corporation and an extra copy of said articles of incorporation.

If further information is needed, you may contact me by phone during regular working hours or at the address provided in the letterhead.

Thanking you for your advanced cooperation in this matter, I remain,

Yours very truly,


Rosa M. Levy



76
1675
CUS 8.75
CC 52.50
131.25
150.00
18.75
OVER

**ARTICLES OF INCORPORATION
OF
SPORTS & ATHLETICS CONSULTING GROUP, INC.**

ARTICLE I. CORPORATE NAME

The name of this corporation is:

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares of common stock with one dollar par value.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence or commencing upon filing of these articles.

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

The Registered Agent and the street address of the initial Principal Office of this Corporation in the State of Florida shall be:

Dennis Misdraji
18151 N.E. 31Ct. #902
Aventura, Florida 33160

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one Director initially. The Director and the number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

FILED
96 DEC -2 PM 1:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII. INITIAL DIRECTORS

Name

Address

Dennis Misdraji
President/Treasurer

18151 N.E. 31 Ct. #902
Aventura, Fla. 33160

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successor(s) is/are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing this Articles of Incorporation as Incorporator is:

Name

Address

Dennis Misdraji

18151 N.E. 31 Ct. #902
Aventura, Fla. 33160

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, have executed the foregoing Articles of Incorporation on the 26 day of the month of November, 1996.



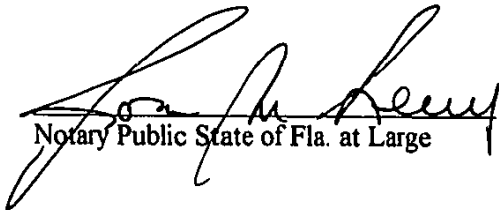
Dennis Misdraji, Incorporator

State of Florida)

SS

County of Dade)

Before me, the undersigned authority, personally appeared, **Dennis Misdraji**, to me well known, who acknowledged that he signed the foregoing Articles of Incorporation for **SPORTS & ATHLETICS CONSULTING GROUP, INC.**, and acknowledged before me that he subscribed to these Articles of Incorporation on the 26 day of the month of November, 1996.


Notary Public State of Fla. at Large

My Commission Expires on:

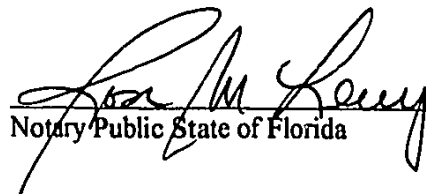
REGISTERED AGENT

ROSA M. LEVY
Notary Public, State of Florida
My Comm. Expires July 30, 1997
No. CC293650

I, Dennis Misdraji, 18151 N.E. 31st. Ct. #902, Aventura, Florida 33160, Aventura, Florida, HAVING BEEN NAMED do accept service of process for SPORTS & ATHLETICS CONSULTING GROUP, INC. hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.


Dennis Misdraji, Registered Agent

Singed before me, the undersigned Notary Public for the State of Florida on this day of the month of November, 1996.


Notary Public State of Florida

My Commission Expires on:

ROSA M. LEVY
Notary Public, State of Florida
My Comm. Expires July 30, 1997
No. CC293650

FILED
96 DEC -2 PM 4:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA