Requestor's Name

4536 N. University Dr.

SUPERIOR TAX SERVICE, INC. THE PROMENADE AT INVERRARY Office Use Only Lauderhill, FL 33351 BER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Photocopy Certificate of Status Will wait Mail out NEW FILINGS. AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

OF

SCOTT'S SPORTSCARDS, INC.

THE UNDERSIGNED, HAS EXECUTED THE FOLLOWING DOCUMENT AS INCORPORATOR OF THE ABOVE NAMED CORPORATION, A CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, AND ALL RIGHTS DUTIES AND OF THE STATE OF FLORIDA AND BUSINESS OF THE OBLIGATIONS OF THE UNDERSIGNED AS INCORPORATOR, AND THOSE OF THE CORPORATION, ARE TO BE DETERMINED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE: SCOTT'S SPORTSCARDS, INC.

ARTICLE II

THE SPECIFIC NATURE OF THIS BUSINESS SHALL BE: SALE OF SPORTSCARSDS

ARTICLE III

THIS CORPORATION SHALL COMMENCE EXISTENCE UPON THE FILING OF THESE ARTICLES OF INCORPORATION BY THE DEPARTMENT OF STATE, STATE OF FLORIDA, AND SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE IV

THE GENERAL NATURE OF THIS BUSINESS AND OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED AND CARRIED ON BY THIS CORPORATION ARE TO DO ANY AND ALL OF THE THINGS HEREIN MENTIONED, AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT DO, VIZ:

- 1> TRANSACT ANY AND ALL LAWFUL BUSINESS.
- 2> SAID CORPORATION SHALL FURTHER HAVE POWERS:

TO HAVE PERPETUAL SUCCESSION BY ITS CORPORATE NAME;

TO SUE AND BE SUED, COMPLAIN, AND DEFEND IN ITS CORPORATE NAME IN ALL ACTIONS OR PROCEEDINGS;

TO HAVE A CORPORATE SEAL, WHICH MAY BE ALTERED AT PLEASURE, AND TO USE THE SAME BY CAUSING IT, OR A FACSIMILE THEREOF, TO BE IMPRESSED, AFFIXED, OR IN ANY OTHER MANNER REPRODUCED;

TO PURCHASE, TAKE, RECEIVE, LEASE, OR OTHERWISE ACQUIRE, OWN, HOLD, IMPROVE, USE, AND OTHERWISE DEAL IN AND WITH REAL OR PERSONAL PROPERTY OR ANY INTEREST THEREIN, WHATEVER SITUATED;

TO SELL, CONVEY, MORTGAGE, PLEDGE, CREATE A SECURITY INTEREST IN, LEASE, EXCHANGE, TRANSFER, AND OTHERWISE DISPOSE OF ALL OR PART OF ITS PROPERTY AND ASSETS.

OF

SCOTT'S SPORTSCARDS, INC.

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TO LEND MONEY TO, AND USE ITS CREDIT TO ASSIST, ITS OFFICERS AND EMPLOYEES IN ACCORDANCE WITH FLORIDA STATUE S607.141;

TO PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR, OR OTHERWISE ACQUIRE, OWN, HOLD, VOTE, USE, EMPLOY, SELL, MORTGAGE, LEND, PLEDGE, OR OTHERWISE DISPOSE OF, AND OTHERWISE USE AND DEAL IN AND WITH, SHARES OR OTHER INTERESTS IN, OR OBLIGATIONS OF, OTHER DOMESTIC OR INDIVIDUALS, OR DIRECT OR INDIRECT OBLIGATIONS OF THE UNITED STATES OR OF ANY OTHER GOVERNMENT, STATE, TERRITORY, GOVERNMENTAL DISTRICT, OR MUNICIPALITY OR OF ANY INSTRUMENTALITY THEREOF;

TO MAKE CONTRACTS AND GUARANTEES AND INCUR LIABILITIES, BORROW MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY DETERMINE, ISSUE ITS NOTES, BONDS, AND OTHER OBLIGATIONS, AND SECURE ANY OF ITS OBLIGATIONS BY MORTGAGE OR PLEDGE OF ALL OR ANY OF ITS PROPERTY, FRANCHISES, AND INCOME;

TO LEND MONEY FOR ITS CORPORATE PURPOSES, INVEST AND REINVEST ITS FUNDS, AND TAKE HOLD REAL AND PERSONAL PROPERTY AS SECURITY OF THE PAYMENT OF FUNDS SO LOANED OR INVESTED;

TO CONDUCT ITS BUSINESS, CARRY ON ITS OPERATIONS, AND HAVE OFFICES AND EXERCISE THE POWERS GRANTED BY THIS ACT WITHIN OR WITHOUT THIS STATE;

TO ELECT OR APPOINT OFFICERS AND AGENTS OF THE CORPORATION AND DEFINE THEIR DUTIES AND FIX THEIR COMPENSATION;

TO MAKE AND ALTER BYLAWS, NOT INCONSISTENT WITH ITS ARTICLES OF INCORPORATION OR WITH THE LAWS OF THIS STATE, FOR THE ADMINISTRATION;

TO MAKE DONATIONS FOR THE PUBLIC WELFARE OR FOR CHARITABLE, SCIENTIFIC, OR EDUCATIONAL PURPOSES;

TO TRANSACT ANY LAWFUL BUSINESS WHICH THE BOARD OF DIRECTORS SHALL FIND WILL BE IN AID OF GOVERNMENTAL POLICY;

TO PAY PENSIONS AND ESTABLISH PENSION PLANS, PROFIT SHARING PLANS, STOCK BONUS PLANS, STOCK OPTION PLANS, AND OTHER INCENTIVE PLANS, FOR ANY AND ALL OF ITS DIRECTORS, OFFICERS, AND EMPLOYEES OF ITS SUBSIDIARIES;

TO BE A PROMPTER, INCORPORATOR, PARTNER, MEMBER, ASSOCIATE, OR MANAGER OF ANY CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST, OR OTHER ENTERPRISE;

TO HAVE AND EXERCISE ALL POWERS NECESSARY OF CONVENIENT TO EFFECT ITS PURPOSE;

OF

SCOTT'S SPORTSCARDS, INC.

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TO INDEMNIFY ANY PERSON WHO BY REASON OF THE FACT THAT HE IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION TO THE FULL EXTENT AS PERMITTED BY FLORIDA STATUE \$607.014;

ARTICLE V

THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS THE TOTAL SUM OF 100 SHARES, HAVING AN INDIVIDUAL PAR VALUE OF \$1.00.

UNLESS OTHERWISE STATED IN THESE ARTICLES, OR IN AN AMENDMENT TO THESE ARTICLES, THERE SHALL BE ONLY ONE (1) CLASS OF STOCK OF THIS CORPORATION.

ARTICLE VI

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION SHALL BE:

SCOTT JACOBY 8641 NW 53RD ST. LAUDERHILL, FL. 33351

REGISTERED AGENT

ARTICLE VII

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF A TOTAL OF 1 PERSONS AND THE NAME AND ADDRESS OF THE PERSONS WHO ARE TO SERVE AS INITIAL DIRECTORS ARE:

SCOTT JACOBY (PRES.) 8641 NW 53RD ST. LAUDERHILL, FL. 33351

ARTICLE VIII

THE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS:

8084 W. MCNAB ROAD SUITE 115 NORTH LAUDERDALE, FLORIDA 33068

OF

SCOTT'S SPORTSCARDS, INC.

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ARTICLE IX

THE NAME AND ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION IS:

SCOTT JACOBY 8641 NW 53RD ST. LAUDERHILL, FLORIDA 33351

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS $\frac{3}{199}$.

STATE OF FLORIDA

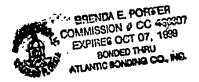
COUNTY OF Benunca

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS
IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED SCOTT
JACOBY KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE
FOREGOING ARTICLES OF INCORPORATION, AND ______ ACKNOWLEDGED
BEFORE ME THAT _____ EXECUTED THOSE ARTICLES
OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS $\frac{7}{200}$ DAY OF $\frac{500}{200}$, $\frac{1900}{200}$.

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE Personally Known

MY COMMISSION EXPIRES:



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Scott's Sportscards, Two.
•
2. The name and address of the registered agent and office is:
Scott Jacoby (P.O. BOX NOTACCEPTABLE)
8641 NW 53ED SV., Lauderhill, Fl. 3335/ = 0.
(CITY/STATE/ZIP)
SIGNATURE Sett a Jan In (corporate officer) TITLE President
TITLE President
DATE
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATES CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGRES TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.
SIGNATURE Sut C. Jacoby
DATE JAn 7, 1997

REGISTERED AGENT FILING FEE: \$20.00