

P97000008777



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 240468 6471A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : January 29, 1997

ORDER TIME : 9:27 AM

ORDER NO. : 240468-005

300002072483--4

CUSTOMER NO: 6471A

CUSTOMER: Kurt E. Thalwitzer, Esq
MATEER & HARBERT, P.A.

P. O. Box 2854

Orlando, FL 32802-2854

DOMESTIC FILING

NAME: MILLENIUM SPORTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

KL
1-29-97

FILED
97 JAN 29 PM 1:49
SEC. OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JAN 29 AM 10:51
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

MILLENIU SPORTS, INC.

ARTICLE I

The name of this Corporation is MILLENIU SPORTS, INC.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$.10 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 496 S. Delaney Avenue, Suite 406A, Orlando, Florida 32801. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 E. Robinson Street, Suite 600, Orlando, Florida 32802-2854, and the name of the Corporation's initial registered agent to receive service of process is John C. Alvarez.

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SECI
TALLAHASSEE, FLORIDA

ARTICLE V

The number of Directors constituting the initial Board of Directors is two. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

<u>Name</u>	<u>Address</u>
Ashley Peeples	283 Shady Oaks Circle Lake Mary, Florida 32746
Jim Huckeba	920 Lincoln Circle Winter Park, Florida 32789

ARTICLE VI

The name and address of the incorporator is John C. Alvarez, 225 E. Robinson Street, Suite 600, Orlando, Florida 32802-2854.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

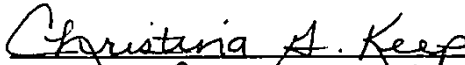
DATED: 1/28, 1997.


JOHN C. ALVAREZ

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on January 28, 1997, by JOHN C. ALVAREZ, as incorporator of MILLENIUM SPORTS, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ (type of identification) as identification and did (did not) take an oath.


Print Name: CHRISTINA G. KEEP
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:




CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That MILLENIUM SPORTS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named JOHN C. ALVAREZ as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JOHN C. ALVAREZ
(Registered Agent)

FILED
97 JAN 29 PM 1:49
SEC. OF STATE
TALLAHASSEE, FLORIDA