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FLORIDA DIVISION OF CORPORATIONS
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((H97000004449 9))

TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: RISCORP MANAGEMENT SERVICES, INC.
102521001342

ACCT#:

CONTACT: VEANNA J MCAHREN
PHONE: (941)951-2022
(941)362-6122

FAX #:

NAME: WONDERBOY BASEBALL ENTERPRISES, INC.

AUDIT NUMBER.....H97000004449

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WONDERBOY BASEBALL ENTERPRISES, INC.**

ARTICLE I

NAME

The name of this corporation is WONDERBOY BASEBALL ENTERPRISES, INC. The principal office of the corporation shall be 6400 Gateway Avenue, Apt. 203, Sarasota, Florida 34231.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise dispose of, and to invest in, real and personal property and services, of every class, kind and description; to engage in any other lawful business; and to do any and all acts and things necessary, convenient, expedient, ancillary or in aid to the accomplishment of the foregoing.

ARTICLE III

STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

Prepared by: Douglas R. Smith
6400 Gateway Avenue
Sarasota, FL 34236
(941) 921-1495

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ARTICLE IV

MANAGEMENT

This business of the corporation shall be managed by the shareholders of this corporation rather than by a Board of Directors.

ARTICLE V

INCORPORATOR

This name and street address of the Incorporator of these Articles of Incorporation is: DOUGLAS R. SMITH, 6400 Gateway Avenue, Apt. 203, Sarasota, Florida 34231.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

This street address of the initial registered office of the corporation is 6400 Gateway Avenue, Apt. 203, Sarasota, Florida, and the name of the initial registered agent is: DOUGLAS R. SMITH.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation.


Douglas R. Smith

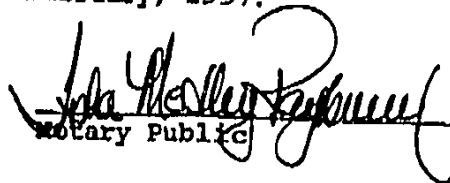
STATE OF FLORIDA)
)
COUNTY OF SARASOTA)

I HEREBY CERTIFY that on this day, personally appeared before

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me, an officer duly authorized to take acknowledgments, Douglas R. Smith, to me known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged before me that he executed same.

WITNESS my hand and official seal in the County and State aforesaid, this 14 day of ^{March} February, 1997.


Notary Public

My Commission Expires:



T. Medley Rayburn
My Commission C0610015
Expires December 23, 2000




T. Medley Rayburn
My Commission C0610015
Expires December 23, 2000

WONDERBOY BASEBALL ENTERPRISES, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


Douglas R. Smith
Registered Agent

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