

P970000 26837

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002119251--2
-03/20/97--01076--014
*****78.75 *****78.75

SUBJECT:

GRAND MASTERS OF FUTBOL
COLLECTORS CARDS INC

(Proposed corporate name - must include suffix)

TALLAHASSEE, FLORIDA
9TH MAR 20 1997
FILED AM 9:56

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

STEPHEN M. LEIGHTON

Name (Printed or typed)

333 N.E. 19th AVE. UNIT 403

Address

DEERFIELD BEACH, FLORIDA 33441

City, State & Zip

954-725-8806

Daytime Telephone number

P. CHAMBER MAR 25 1997

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GRAND MASTERS OF FUTBOL COLLECTORS CARDS INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

333 N.E. 19th AVENUE
UNIT 403
DEERFIELD BEACH,
FLORIDA 33441

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

97 MAR 20 AM 9: 56

FILED

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000
(ONE THOUSAND)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

STEPHEN M. LEIGHTON
333 N.E. 19th AVENUE
UNIT 403
DEERFIELD BEACH,
FLORIDA 33441

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

STEPHEN M. LEIGHTON
333 N.E. 19th AVENUE
UNIT 403
DEERFIELD BEACH,
FLORIDA 33441

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

17th day of MARCH, 1997.

(An additional article must be added if an effective date is requested.)

Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 GRAND MASTERS OF FUTBOL
COLLECTORS CARDS

SEARCHED
INDEXED
SERIALIZED
FILED
97 MAR 20 AM 9:56
TALLAHASSEE, FLORIDA

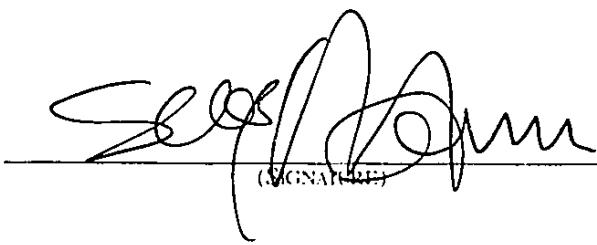
2. The name and address of the registered agent and office is:

STEPHEN M. LEIGHTON
(NAME)

333 N.E. 19th AVE. UNIT 403
(P. O. Box or Mail Drop Box NOT ACCEPTABLE)

DEERFIELD BEACH, FLORIDA 33441
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

MARCH 17th, 1997
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314