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ACCOUNT NO. : 072100000032

REFERENCE : 398415 151374A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 20, 1997

ORDER TIME : 11:50 AM

ORDER NO. : 398415-005

CUSTOMER NO: 151374A

CUSTOMER: Lloyd Alan Comiter, Esq
LLOYD ALAN COMITER, P.A.

3712 West Hillsboro Boulevard

Deerfield Beach, FL 33442

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-05/20/97--01079--014
***122.50 ***122.50

DOMESTIC FILING

NAME: ALL AMERICAN PHONE COMPANY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED
97 MAY 20 PM 3:12
SECURITY STATE
TALLAHASSEE, FLORIDA

Dmc
52097

RECEIVED
97 MAY 20 PM 1:40
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALL AMERICAN PHONE COMPANY, INC.

FILED
97 MAY 20 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

ALL AMERICAN PHONE COMPANY, INC.

ARTICLE II

The purpose for which this corporation is organized is any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock, having no par value.

ARTICLE IV

The amount of capital with which this corporation will begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V

The duration of this corporation shall be perpetual.

ARTICLE VI

The initial Street Address of the principal office of this corporation in the State of Florida is:

All American Phone Company, Inc.
14810 Griffin Road
Davie, Florida 33330

ARTICLE VII

The initial Registered Agent for the Corporation is:

JAY SEEWALD
14810 Griffin Road
Davie, Florida 33330

ARTICLE VIII

The name, address and age of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>	<u>AGE</u>
Jay Seewald	14810 Griffin Road Davie, Florida 33330	29

ARTICLE IX

The Stockholders may from time to time move the principal office of this Corporation to any other address in Florida.

ARTICLE X

This Corporation shall have at least four Directors initially, but the number of Directors may be increased from time to time, by By-Laws adopted by the Stockholders but shall never be less than one (1).

ARTICLE XI

The name and post office address of the first Board of Directors and Officers is:

<u>NAME:</u>	<u>ADDRESS AND OFFICE:</u>
Rafael Miret	4080 S.W. 139th Avenue Miramar, Florida 33027 Director, President

Jay Seewald

7265 N.W. 64th Terrace
Parkland, Florida 33067
Director, Vice President

Rolando Miret

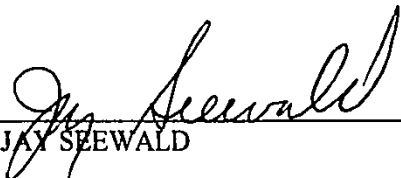
14810 Griffin Road
Davie, Florida 33330
Director, Secretary

Lee Margolis

6697 Woodbridge Drive
Boca Raton, Florida 33428
Director, Treasurer

ARTICLE XII

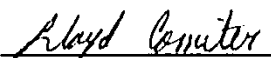
These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting, by a majority of the stock entitled to vote thereon.


JAY SEEWALD

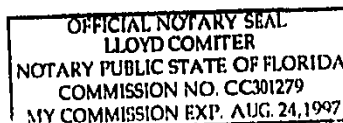
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared, JAY SEEWALD, as Subscriber, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that same subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above, this 14th day of May, 1997.


NOTARY PUBLIC
State of Florida

My Commission Expires:



CERTIFICATE OF RESIDENT AGENT

FILED

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT.

97 MAY 20 PM 3:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST; that, ALL AMERICAN PHONE COMPANY, INC., desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation in the County of Broward, State of Florida, has named:

JAY SEEWALD
14810 Griffin Road
Davie, Florida 33330

as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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


JAY SEEWALD

PA97000044979
ROBINSON AND MARKS, P.A.
Counsellors and Attorneys at Law

1590 N.E. 152nd STREET • SUITE 200 • N. MIAMI BEACH, FLORIDA 33162

PAUL J. ROBINSON
JONATHAN JAY MARKS

DADE: (305) 949-5880
FAX: (305) 949-7323

14th May 1997

State of Florida
Department of State
New Corporation Filing Division
409 East Gaines
Tallahassee, Florida 32399

600002183446--4
-05/19/97--01133--017
****122.50 ****122.50

Re: INTERNATIONAL SPORT NETWORK, INC.

Dear Filing Officer:

Enclosed is an original and one copy of the Articles of Incorporation for INTERNATIONAL SPORT NETWORK, INC., a new Florida for-profit corporation. Please file the original in your offices and return to this office one certified copy.

A check in the amount of \$122.50 covering the various fees in connection herewith is enclosed.

Very truly yours

PAUL J. ROBINSON, Esq.

FILED STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA
MAY 19 1997

enclosures as stated

9/5/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 NOV 15 11 01 AM

ARTICLES OF INCORPORATION
OF
INTERNATIONAL SPORT NETWORK, INC.

I, the undersigned incorporator, do hereby make, subscribe, execute, acknowledge, and deliver for filing this Certificate of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I. NAME

The name of this corporation will be:

INTERNATIONAL SPORT NETWORK, INC.

The principal office and business address is:

9701 NW 7th Avenue, Miami, Florida 33150

ARTICLE II. PURPOSE AND POWERS

The general nature of the business and the objects and purposes to be transacted and carried on are, to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida, and to transact any and all lawful business for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III. STOCK

The stock of this corporation will be divided into 1,000 shares of stock, at no par value per share. All said stock will be payable in cash, property, labor, or services, at a just valuation to be fixed by the Board of Directors, at a meeting called for that purpose. Property, labor, or services may be purchased or paid for with capital stock, at a just valuation to be fixed by the Board of Directors, at a meeting called for that purpose.

ARTICLE IV. TERM

This corporation will have perpetual existence.

ARTICLE V. DIRECTORS

The number of directors of this corporation will be not less than one nor more than seven. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws. A majority vote of the directors shall be required for corporate acts requiring the consent of the Board of Directors.

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having

ARTICLES OF INCORPORATION
INTERNATIONAL SPORT NETWORK, INC.

heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability, provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

The initial Board shall consist of one (1) director and the name and address of the person who shall serve as director are:

Charles Akiba
9701 NW 7th Avenue
Miami, Florida 33150

ARTICLE VI. OFFICERS

The names and post office address of the President, Vice President, Secretary, and Treasurer (any and all of which offices may be held by the same person) who will hold office until the successors are either elected, appointed, or have qualified are:

ARTICLES OF INCORPORATION
INTERNATIONAL SPORT NETWORK, INC.

President/Secretary

Charles Akiba
9701 NW 7th Avenue
Miami, Florida 33150

ARTICLE VII. INCORPORATOR

The name and post office address of the incorporator making, subscribing, signing, executing, acknowledging, and causing to be delivered this Certificate of Incorporation for filing with the Department of State are:

Charles Akiba
9701 NW 7th Avenue
Miami, Florida 33150

ARTICLE VIII. REGISTERED AGENT

The registered agent and street address of the registered office, place of business, or location for the service of process within this State is as follows:

Robinson and Marks, P.A.
Jonathon J. Marks, Esq.
1590 N.E. 162nd Street
Suite 200
North Miami Beach, Florida 33162

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in any manner provided by law.

ARTICLES OF INCORPORATION
INTERNATIONAL SPORT NETWORK, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged the foregoing Certificate of Incorporation to be filed in the office of the Secretary of State, State of Florida, this 14th day of May, 1997.



CHARLES AKIBA -- incorporator

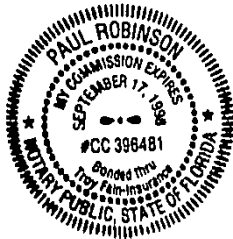
STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 14th day of May, 1997, by CHARLES AKIBA, who is ☒ personally known to me.

My Commission expires:

(sign) 

(print) PAUL ROBINSON
Notary Public, State of Florida at Large



ARTICLES OF INCORPORATION
INTERNATIONAL SPORT NETWORK, INC.


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 MAY 1997

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

Pursuant to the provisions of Chapter 607, Florida Statutes, the following is submitted:

INTERNATIONAL SPORT NETWORK, INC., desiring to organize under the laws of the State of Florida, has named ROBINSON AND MARKS, P.A., Jonathon J. Marks,, Esq., of 1590 N.E. 162nd Street, Suite 200, North Miami Beach, Florida 33162, as its Agent to accept service of process within this State.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate of Incorporation, I hereby accept this appointment, agree to serve in this capacity and 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 Chapter 607, Florida Statutes.


JONATHON J. MARKS, Esq.
for the Firm

Date: 5/14/97