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"Amended" Amendment  
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## BASIC AMENDMENT SOUTHERN SPORTS SOUTH, INC.

Certificate of Status	0
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Amended & Restated

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Articles

March 22, 2000

SOUTHERN SPORTS SOUTH, INC.  
4916 BUCHANAN STREET  
HOLLYWOOD, FL 33021

SUBJECT: SOUTHERN SPORTS SOUTH, INC.  
REF: P97000046503

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: H00000012682  
Letter Number: 900A00015885

Facsimile Audit Number: H00000012682 1

ARTICLES OF AMENDMENT TO AND RESTATEMENT  
OF ARTICLES OF INCORPORATION  
OF  
SOUTHERN SPORTS SOUTH, INC.

FILED  
00 MAR 22 PM 5:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Lee W. Heaton, as President, and Linn D. Heaton, as Vice President, of SOUTHERN SPORTS SOUTH, INC., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby file the Corporation's Articles of Amendment to and Restatement of its Articles of Incorporation (the "Amendment") pursuant to written action taken by holders of record of all of the issued and outstanding shares of the Corporation's single class of capital stock, and each states that such restatement contains amendments requiring shareholder approval and the number of such shares represented by those holders voting in favor of such amendments and of the restatement of the Corporation's Articles of Incorporation was sufficient for their respective approval by the Corporation's shareholders:

1. The current Articles of Incorporation of the Corporation are hereby amended in their entirety and, as so amended, restated to read as follows:

ARTICLES OF INCORPORATION  
OF  
SOUTHERN SPORTS SOUTH, INC.

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Corporate Name and Principal Office

The name of this corporation is SOUTHERN SPORTS SOUTH, INC., and its principal office and mailing address is 215 Fifth Street, Suite 108, West Palm Beach, Florida 33401.

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## **ARTICLE II**

### **Commencement of Corporate Existence**

The corporation shall come into existence on the date of subscription and acknowledgment of the Articles of Incorporation.

## **ARTICLE III**

### **General Nature of Business**

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

## **ARTICLE IV**

### **Capital Stock**

The aggregate number of shares of stock authorized to be issued by this corporation shall be 500 shares of common stock, each with a par value of \$1.00. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

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**ARTICLE V**

**Initial Registered Office and Agent**

The street address of the registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida 33602, and the registered agent of the corporation at such address is Brent A. Jones.

**ARTICLE VI**

**Incorporator**

The name and address of the corporation's incorporator is:

**Name**

**Address**

Raymond Basha

4916 Buchanan Street  
Hollywood, FL 33021

**ARTICLE VII**

**By-Laws**

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

**ARTICLE VIII**

**Indemnification**

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in §607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall

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indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

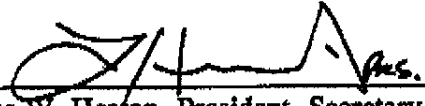
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2. The foregoing amendments to and restatement of the Corporation's Articles of Incorporation were duly adopted by written consent of the holders of a majority of the shares of the Corporation's single class of capital stock, in accordance with the provisions of Section 607.0704, Florida Statutes, and, by operation of subsection (5) thereof, not in contravention of the requirements of §§607.1003 or .1007, Florida Statutes, the initial such consent being dated and received by the Corporation on January 22, 2000, and the consent providing the required majority in interest authorization for the proposed action being dated and received on January 22, 2000, without any such consents being revoked within the intervening period.

3. These Articles of Amendment to and Restatement of the Corporation's Articles of Incorporation shall become effective at the time of their filing by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles on January 22, 2000.

SOUTHERN SPORTS SOUTH, INC.

By:   
Lee W. Heaton, President, Secretary,  
Treasurer & Member of the Board of  
Directors

By:   
Linn D. Heaton, Vice President &  
Member of the Board of Directors

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**CERTIFICATE DESIGNATING  
REGISTERED AGENT**


Pursuant to the provisions of §§48.091 and 607.0502, Florida Statutes, SOUTHERN SPORTS SOUTH, INC., hereby designates Brent A. Jones, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

SOUTHERN SPORTS SOUTH, INC.

By:   
Lee W. Heaton, President

**ACKNOWLEDGMENT**

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

  
Brent A. Jones

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