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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 424142 7103152

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 11, 1997

ORDER TIME : 9:46 AM

ORDER NO. : 424142-005

CUSTOMER NO: 7103152

CUSTOMER: Kevin G. Coleman, Esq
GOODLETTE COLEMAN & JOHNSON,
P.A.
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

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DOMESTIC FILING

NAME: SPORTS MASTERS INTERNATIONAL,
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:

FILED
JUN 11 1997
TALLAHASSEE
FLORIDA

RECEIVED
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DIVISION OF CORPORATION

6

JUN 11 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1997

UCC FILING & SEARCH SERVICES, INC.

The name SPORTS MASTERS INTERNATIONAL, INC. has been reserved for 120 days beginning March 12, 1997. The reservation number is R97000001221 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Debbie Reagle

Letter number: 097A00012757

**ARTICLES OF INCORPORATION
OF
SPORTS MASTERS INTERNATIONAL, INC.**

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97 JUN 11 PM 12:04
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is: SPORTS MASTERS INTERNATIONAL, INC., a Florida corporation.

**ARTICLE II
CAPITAL STOCK AND SHAREHOLDERS**

The aggregate number of shares which this Corporation shall have authority to issue is TWO THOUSAND (2,000) shares of common stock, the par value of each such share being ONE CENT (\$.01). The initial issuance of common stock shall be ONE THOUSAND (1000) shares, with the initial shareholders and their respective stock holdings as follows:

<u>Name</u>	<u>Number of Shares Held</u>
Edward Wegel	499
Johan Kriek	501

**ARTICLE III
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who shall serve as members of the Board of Directors until the election of their successors are as follows:

Name

Address

Johan Kriek

Suite 200
1020 Goodlette Road
Naples, FL 34102

Edward Wegel

306 Cedar Lane
New Canaan, CT 06840

ARTICLE IV
INITIAL OFFICERS

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

Office

Name

Address

President

Johan Kriek

Suite #200
1020 Goodlette Road
Naples, FL 34102

Vice President,
Treasurer and
Secretary

Edward Wegel

306 Cedar Lane
New Canaan, CT 06840

ARTICLE V
INCORPORATOR

The sole incorporator of the Corporation is Kevin G. Coleman, whose address is 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103.


ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 4001 Tamiami Trail North, Suite 300, Naples, Florida 34103, and the name of the initial registered agent of this Corporation at that address is: Kevin G. Coleman.

ARTICLE VII
PRINCIPAL OFFICE

The address of the principal office of this Corporation shall be: Suite #200, 1020 Goodlette Road, Naples, Florida 34102.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 10th day of June, 1997.



Kevin G. Coleman
Incorporator

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

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT SPORTS MASTERS INTERNATIONAL, INC., desiring to organize or qualify
under the laws of the State of Florida, with its principal place of business located at Suite #200,
1020 Goodlette Road, Naples, Florida 34102, has named Kevin G. Coleman, located at 4001
Tamiami Trail North, Suite 300, Naples, Florida 34103, as its registered agent to accept service of
process within Florida.

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 agree to 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.

Dated: June 10, 1997


Kevin G. Coleman

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COURT
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