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TIMOTHY NICHOLAS THOMES, P.A.
ATTORNEY AND COUNSELOR AT LAW

PLEASE REPLY TO: ■

20547 OLD CUTLER ROAD
NO. #302
MIAMI, FLORIDA 33189

PHONE (305) 252-2676
FAX (305) 252-2661

PLEASE REPLY TO: □

9919B OVERSEAS HIGHWAY, SUITE 8
P.O. BOX 3318
KEY LARGO, FLORIDA 33037

PHONE (305) 451-4053
FAX (305) 451-3768

PLEASE REPLY TO: □

255 ALHAMBRA CIRCLE
SUITE 600
CORAL GABLES, FLORIDA 33134

PHONE (305) 441-0990
FAX (305) 443-0019

September 11, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

500002293535- 2
-09/15/97--01146--004
****122.50 ****122.50

Re: ARTICLES OF INCORPORATION
SPORT MOVES, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation. Also enclosed is our firm's check in the amount of \$122.50.

Please send a certified copy of the Articles of Incorporation in the self-addressed, stamped envelope I have enclosed for your convenience.

Thank you for your attention to this matter.

Very truly yours,

TIMOTHY NICHOLAS THOMES, P. A.

Caroline N. Thomes

Caroline N. Thomes, CLA

/ct

Enclosures

FILED
97 SEP 15 PM 1:52
TALLAHASSEE, FLORIDA

*Done
9/16/97*

ARTICLES OF INCORPORATION
OF
SPORT MOVES, INC.

FILED
97 SEP 15 PM 1:52
SECRET
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is SPORT MOVES, INC.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business. The specific nature of the corporation's business is the transport of sports equipment. The corporation's principal office and mailing address is 1611 N. W. 82nd Avenue, Miami, Florida 33126.

ARTICLE IV

This corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 99198 Overseas Highway, Suite #8, Key Largo, Florida 33037, and the name of the initial registered agent of this corporation is Timothy Nicholas Thomes, 99198 Overseas Highway, Suite 8, Key Largo, Florida 33037, whose mailing address is P. O. Box 3318, Key Largo, Florida 33037.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his/her pro rata share (as nearly as may be done without issuance of fractional share) at the price at which it is offered to others.

ARTICLE VII

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and home address of the initial director of this corporation are:

Duane R. Wood, 38 Andros Road, Key Largo, Florida 33037.

ARTICLE VIII

The name and address of the person signing these articles is: Timothy Nicholas Thomes, Esq. 99198 Overseas Highway, Suite #8, P. O. Box 3318, Key Largo, Florida 33037.

ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this

IN WITNESS WHEREOF the undersigned subscriber has
executed these articles of incorporation on this 11th day of
September, 1997.

Timothy Nicholas Thomes
Subscriber

STATE OF FLORIDA)) ss:
COUNTY OF MONROE)

COUNTY OF MONROE)

I hereby certify that on this 11th day of September, 1997, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared TIMOTHY NICHOLAS THOMES, to me well known to be the person described as subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation and he did take an oath.



Linda K. Mundwiler
NOTARY PUBLIC
Linda K. Mundwiler

My Commission Expires: 2/21/99
My Commission Number Is: CC440581

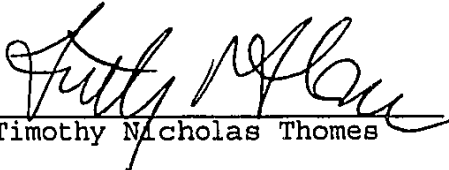
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Florida Statutes, the following is
submitted, in compliance with said Act.

First -- SPORT MOVES, INC., desiring to organize under
the laws of the State of Florida with its principal office as
indicated in the Articles of Incorporation at Miami, County
of Dade, State of Florida, has named TIMOTHY NICHOLAS THOMES,
ESQ., located at 99198 Overseas Highway, Suite 8, Key Largo,
Florida 33037, County of Monroe, as its agent to accept
service of process with this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the
above 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 provision of said Act relative
to keeping open said office.


Timothy Nicholas Thomes

FILED
97 SEP 15 PM 1:52
TALLAHASSEE FLORIDA