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KRAMER GREEN ZUCKERMAN K

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.

ACCT#: 073707002173

CONTACT: SANDY TOMLIN

PHONE: (954)966-2112

FAX #: (954)981-1605

NAME: HRT SPORTS PROMOTION, INC.

AUDIT NUMBER.....H97000015882

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 4

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ARTICLES OF INCORPORATION
OF
HRT SPORTS PROMOTION, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract pursuant to the provisions of Chapter 607, Florida Statutes, for the purpose of establishing a corporation, does hereby declare the following:

ARTICLE I
NAME

The name of this corporation is HRT SPORTS PROMOTION, INC.

ARTICLE II
PRINCIPAL OFFICE

The mailing address of this corporation shall be:

2106 RIVERSIDE DRIVE
LEAGUE CITY, TEXAS 77573

ARTICLE III
NATURE OF CORPORATE BUSINESS

This corporation may engage in any activity or business permitted under Florida law.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 2,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of

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fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Blvd. Suite 485 South, Hollywood, Florida 33021 and the name of the initial registered agent of this corporation at that address is Les Kushner.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have 1 Director to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the Director is:

Harry Bryant
2106 RIVERSIDE DRIVE
LEAGUE CITY, TEXAS 77573

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Harry Bryant
2106 RIVERSIDE DRIVE
LEAGUE CITY, TEXAS 77573

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

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ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 9/10, 1997



Harry Bryant
Incorporator

X

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

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DIVISION OF CORPORATIONS
SECRETARY OF STATE

In compliance with Section 48.091, Florida Statutes, the following
is submitted:

That HRT, SPORTS PROMOTION, INC. desiring to organize or qualify
under the laws of the State of Florida, with its principal place of
business at the City of League City, State of Texas, has named Les
Kushner, 4000 Hollywood Blvd., Suite 485 South, City of Hollywood,
State of Florida, as its agent to accept service of process within
Florida.

SIGNATURE

Donald G. Bryant X

TITLE

Incorporator

DATE

9/10/97

Having been named to accept service of process for the above-stated
corporation, at the place designated in this Certificate, I hereby
agree to act in this capacity, and I further agree to comply with
the provisions of all Statutes relative to the proper and complete
performance of my duties.

SIGNATURE

BKL

DATE

9/11/97

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