

P.970000 89017



ACCOUNT NO. : 072100000032

REFERENCE : 565614 7109827

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 122.50

FILED
97 OCT 15 PM 3:01
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : October 15, 1997

ORDER TIME : 11:38 AM

ORDER NO. : 565614-005

CUSTOMER NO: 7109827

CUSTOMER: Mr. Paul K. D'alessandro
HARVEST DEVELOPMENT, INC.

800002321138--8

200 Executive Way

Ponte Vedra Bea, FL 32082

DOMESTIC FILING

NAME: THREE C'S SPORTS, 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: Christopher Smith

EXAMINER'S INITIALS: _____

RECEIVED
97 OCT 15 PM 2:10
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

8N OCT 15 1997

**ARTICLES OF INCORPORATION
OF
THREE C'S SPORTS, INC.**

FILED
97 OCT 15 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is **THREE C'S SPORTS, INC.**

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 1,000,000 shares of the common stock at a par value of \$.01 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, 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 pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 108 Crape Myrtle Drive, Ponte Vedra Beach, Florida 32082. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

Edwin Worsham Dovel, Jr.	108 Crape Myrtle Drive Ponte Vedra Beach, FL 32082
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Billie Dovel	108 Crape Myrtle Drive Ponte Vedra Beach, FL 32082
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ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Edwin Worsham Dovel, Jr.	108 Crape Myrtle Drive Ponte Vedra Beach, FL 32082
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ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

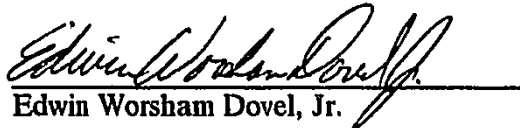
The street address of the initial registered office of this Corporation is 108 Crape Myrtle Drive, Ponte Vedra Beach, Florida 32082, and the name of the initial registered agent of this Corporation at that address is Edwin Worsham Dovel, Jr.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.


ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.


Edwin Worsham Dovel, Jr.
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for THREE C'S SPORTS, INC., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.


Edwin Worsham Dovel, Jr.
Registered Agent

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE