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Attorneys At Law

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TALLAHASSEE, FL 33401
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File 010.001

November 7, 1997

VIA OVERNIGHT DELIVERY

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

RE: *Smashing Rackets, Inc.*

500002343395--1
-11/10/97-01159-013
****122.50 ****122.50

Dear Sir or Madam:

I am enclosing duplicate original Articles of Incorporation and of the Acceptance of Registered Agent for the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 which represents the following:

Receiving, filing and indexing Articles of Incorporation	\$ 35.00
Certified copy of Articles of Incorporation	\$ 52.50
Registered Agent Fee	\$ 35.00
Total	\$122.50

Please file one of the originals with your office and certify the other original and return it to me using the enclosed stamped, envelope.

Please telephone me if there is any reason why the Articles will not be filed immediately. Thank you for your assistance.

Sincerely,

Tina L. Carmichael
Tina L. Carmichael
Certified Legal Assistant

Enclosure

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ARTICLES OF INCORPORATION

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OF

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SMASHING RACKETS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is SMASHING RACKETS, INC.

ARTICLE II
DURATION

The corporation shall have a perpetual existence.

ARTICLE III
PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
ADDRESS

The principal place of business and street address of the corporation shall be:

10904 Southwest Hawk View Circle
Stuart, Florida 34997

ARTICLE V
CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of \$.01 par value per share common stock.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 10904 Southwest HawkView Circle, Stuart, Florida 34997, and the name of the initial registered agent of the corporation at the address is Lonna Lee Logan.

ARTICLE VII
INCORPORATOR

The name and address of the incorporator signing these Articles are:

Lonna Lee Logan
10904 Southwest Hawk View Circle
Stuart, Florida 34997

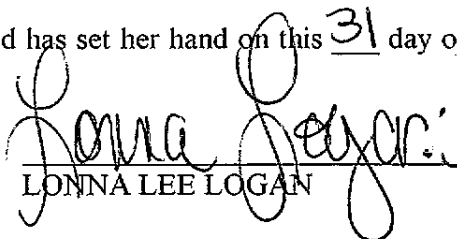
ARTICLE VIII
AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE IX
BYLAWS

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, the undersigned has set her hand on this 31 day of October, 1997.



LONNA LEE LOGAN

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

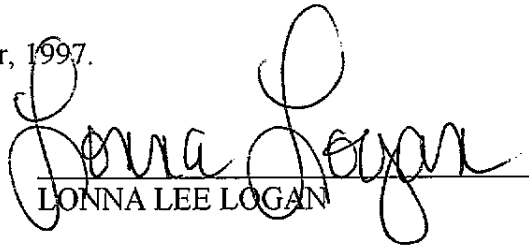
The following is submitted in accordance with the requirements of Chapter 48.091, Florida Statutes:

SMASHING RACKETS, INC., desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 10904 Southwest Hawk View Circle, Stuart, Florida 34997, has named Lonna Lee Logan as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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 accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

DATED this 31 day of October, 1997.


LONNA LEE LOGAN