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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212) 431-5000
(212) 431-1441

FAX #:

NAME: CREATIVE ATHLETIC MARKETPLACE, INC.

AUDIT NUMBER.....H98000004360

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

CERT. OF STATUS..0

PAGES..... 2

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B. McKnight
MAR 05 1998

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**ARTICLES OF INCORPORATION
OF
CREATIVE ATHLETIC MARKETPLACE, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **CREATIVE ATHLETIC MARKETPLACE, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 200 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 1800 SW CRANE CREEK AVENUE, PALM CITY, FL 34990 and the name of its initial registered agent at such address is CYNTHIA SCHULMAN SCHWEIGER .
6. The number of directors constituting the initial board of directors is **ONE** and the name and address of each person who is to serve as a member thereof is as follows:

CYNTHIA SCHULMAN SCHWEIGER, 1800 SW CRANE CREEK AVENUE,
PALM CITY, FL 34990

7. The name and address of the sole incorporator is: **ROBERT ARATINGI** , c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 03/03/98

BlumbergExcelsior
62 White St.
New York, NY 10013
212-431-5000


ROBERT ARATINGI
Sole Incorporator

H98000004360

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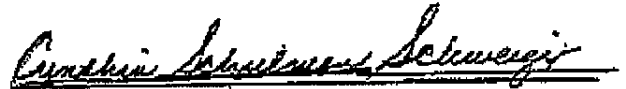
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of CREATIVE ATHLETIC MARKETPLACE, INC., the within named corporation.

Dated: 3/4/98


CYNTHIA SCHULMAN
SCHWEIGER

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BlumbergExcelsior
62 White St,
New York, NY 10013
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