

P98000028943

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SPORTS ADVANTAGE, Inc.,
(Proposed corporate name - must include suffix)

400002449344--3
-03/06/98--01070--002
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: FRANK T. ALLEN, ESQUIRE
Name (Printed or typed)

220 COMPETITION DRIVE
Address

KISSIMMEE, FL 34743
City, State & Zip

(407) 740-7704 OR (407) 344-8660
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAR 27 AM 9:25

FILED

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 9, 1998

FRANK T. ALLEN, ESQUIRE
220 COMPETITION DRIVE
KISSIMMEE, FL 34743

SUBJECT: SPORTS ADVANTAGE, INC.
Ref. Number: W98000005137

We have received your document for SPORTS ADVANTAGE, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 498A00012621

ARTICLES OF INCORPORATION

OF

SPORTS ADVANTAGE, INC.

FILED

98 MAR 27 AM 9:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be SPORTS ADVANTAGE, Inc.

ARTICLE II
PURPOSES

The primary purpose for which the corporation is organized is to represent professional athletes, including but not limited to, players in the NFL, NBA, MLB, CFL, WFL and in any and all foreign sports leagues and arenas .

ARTICLE III
POWERS

The corporation shall have all powers not provided or which may hereafter be provided for corporations for profit by the laws of Florida, and to this effect, the corporation shall be empowered to do all acts and things as from time to time may be necessary or expedient as a means of accomplishing its purposes. Included among these powers, without limitation, is the power of SPORTS ADVANTAGE, Inc., to acquire, own or hold real and personal property of every kind and description suitable, necessary, useful, or advisable in transfer, lease, mortgage, pledge, exchange, or otherwise dispose of any such property; to initiate or invest in or otherwise participate in joint ventures, partnerships and other enterprises which may be established to complete the general purpose of SPORTS ADVANTAGE, Inc.; and to make and enter into all contracts, agreements and obligations in any way necessary, useful or advisable to effect the purposes of SPORTS ADVANTAGE, Inc.

ARTICLE IV
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1515 South Orlando Ave., Suite X, Maitland, FL 32751.

ARTICLE V
DURATION

SPORTS ADVANTAGE, Inc. shall have a perpetual existence. The existence of SPORTS ADVANTAGE, Inc. shall begin upon filing these Articles of Incorporation with the Secretary of State of the State of Florida and shall continue until or upon dissolution.

ARTICLE VI
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 3,000, one dollar (\$1.00) par value.

ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is Frank T. Allen, Esquire, 220 Competition Dr., Kissimmee, FL 34743
I hereby certify that I am familiar with and accept the duties and responsibilities as Registered Agent of SPORTS ADVANTAGE, Inc.,


FRANK T. ALLEN, ESQUIRE
REGISTERED AGENT

3/23/98

ARTICLE VIII
INITIAL OFFICERS

The name and address of the initial officers are Frank T. Allen, Esquire, President, 220 Competition Dr., Kissimmee, FL 34743, Rodran A. Harrison, Vice-President, 118 River Isle Dr., Orlando, FL, 32807 and John W. Dill, Esquire, Treasurer, 5043 Boathouse Dr., Orlando, FL 32812.

ARTICLE IX
BYLAWS

The membership of this corporation may provide such bylaws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time.

Bylaws may be made, altered, or rescinded at a regular meeting of the membership by a majority vote provided the membership receives a draft of the proposed change(s) in the bylaws thirty (30) days in advance of that meeting.

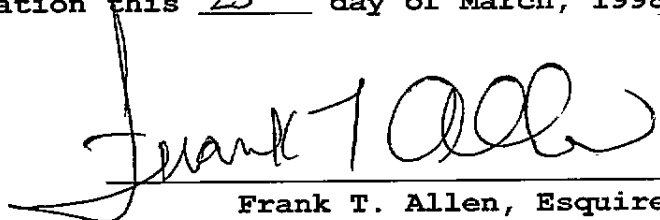
ARTICLE X
INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these Articles of Incorporation is (are) Frank T. Allen, Esquire, 220 Competition Dr., Kissimmee, FL 34743

ARTICLE XI
INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees and agents to the full extent permitted by the Florida Professional Service Corporation and Limited Liability Company Act.

The undersigned incorporator has executed these Article of Incorporation this 23rd day of March, 1998.


Frank T. Allen, Esquire