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May 18, 1998

FEDERAL EXPRESS

Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

500002533705--1
-05/22/98-01089-017
****122.50 ****122.50

Re: International Tennis Academy USA, Inc.

Gentlemen:

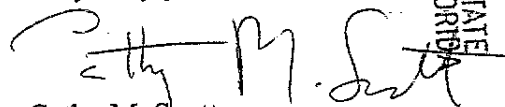
Enclosed herewith are two executed copies of the Articles of Incorporation for the above-referenced corporation together with a check payable to the Secretary of State in the amount of \$122.50 in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Filing Fee	35.00
TOTAL	<u>\$122.50</u>

Please return the certified copy to the attention of the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,



Cathy M. Scott
Legal Assistant to
Steven R. Parson

FILED
98 MAY 22 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CMS/ymf
Enclosures: Check
Articles (*in duplicate*)

cc: Mr. Andre Labelle
Steven R. Parson, Esq.

Dmc
5/27/98

ARTICLES OF INCORPORATION
OF
INTERNATIONAL TENNIS ACADEMY USA, INC.

FILED

98 MAY 22 AM 11:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be International Tennis Academy USA, Inc. (the "Corporation").

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is located at 650 Egret Circle, Delray Beach, Florida 33444. The mailing address of the Corporation is 650 Egret Circle, Delray Beach, Florida 33444.

ARTICLE III

DURATION

The Corporation shall have perpetual existence.

ARTICLE IV

AUTHORIZED SHARES

The total authorized capital stock of the Corporation shall consist of 10,000 shares of common stock, par value \$1.00 per share.

Prepared by: Steven R. Parson, Esq., FL Bar #351903
Ruden McClosky, Smith, Schuster & Russell, P.A.
222 Lakeview Avenue, Suite 800
West Palm Beach, Florida 33401
(561) 838-4500

WPB:70017:1

ARTICLE V

ADDRESS OF REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation in the State of Florida is 650 Egret Circle, Delray Beach, Florida 33444, the initial registered agent of the Corporation at that address shall be Luce Meilleur.

ARTICLE VI

INCORPORATOR

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

Andre Labelle
2455 Lindell Boulevard
Apartment #3210
Delray Beach, Florida 33444

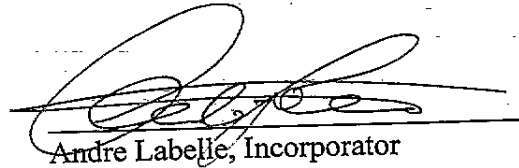
ARTICLE VII

INITIAL BOARD OF DIRECTORS

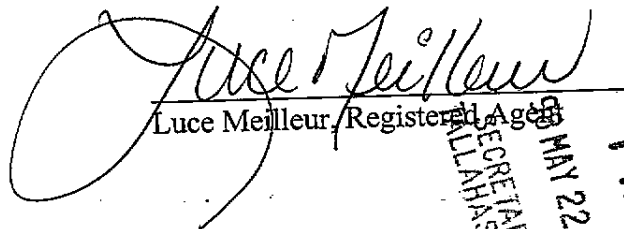
The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time but shall never be less than three (3). The names and addresses of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Andre Labelle	2455 Lindell Boulevard Apartment #3210 Delray Beach, Florida 33444
Alan Ma	755 Dotterel Apartment #1302 Delray Beach, Florida 33444
Scott Del Mastro	450 Egret Circle Apartment #9005 Delray Bewach, Florida 33444

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this ____ day of
May, 1998.


Andre Labelle, Incorporator

THE UNDERSIGNED, named as the registered agent in Article VI of these Articles of
Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that she
is familiar with, and accepts the obligations imposed upon registered agents under, the Florida
Business Corporation Act, including specifically Section 607.0505.


Luce Meilleur, Registered Agent

FILED
MAY 22 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA