

P98000050322

MAY 29, 1998

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

RE: VENUES SPONSORSHIP MANAGEMENT/SPORTS MARKETING, INC.

TO THE SECRETARY OF STATE:

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER
WITH COPY OF SAID ARTICLES FOR VENUES SPONSORSHIP
MANAGEMENT/SPORTS MARKETING, INC. AND OUR CHECK IN THE AMOUNT
OF \$122.50 TO COVER ALL OF NECESSARY FILING FEES REQUIRED.

RESPECTFULLY SUBMITTED,

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-06/03/98--01103--015
***122.50 ***122.50

VENUES SPONSORSHIP MANAGEMENT/SPORTS MARKETING, INC.

JOHN T. CULLEN C.P.A.
7411 Miami Lakes Drive
Miami Lakes, FL 33014

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 JUN -3 AM 8:02

FILED

6-5-98
mm

CERTIFICATE OF INCORPORATION
OF

VENUES SPONSORSHIP MANAGEMENT/SPORTS MARKETING, INC.

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER
FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF
STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES
OF THE SAID STATE OF FLORIDA.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

VENUES SPONSORSHIP MANAGEMENT/SPORTS MARKETING, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR
BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF
THE STATE OF FLORIDA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF CAPITAL STOCK THAT THIS
CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS
FIVE HUNDRED (500) SHARES OF COMMON STOCK, HAVING A PAR
VALUE OF ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL
BEGIN BUSINESS SHALL BE THE SUM OF NOT LESS THAN FIVE HUNDRED
(\$500.00) DOLLARS.

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TALLAHASSEE FLORIDA

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS SOONER
DISSOLVED ACCORDING TO LAW.

ARTICLE VI

THE INITIAL STREET OF THE PRINCIPAL OFFICE SHALL BE:

11233 SW 59TH STREET
COOPER CITY, FLORIDA 33330

ARTICLE VII

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE
AT LEAST ONE (1) AND NO MORE THAN FIFTEEN (15).

ARTICLE VIII

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST
BOARD OF DIRECTORS ARE AS FOLLOWS:

CHARLES CAWTHRA
11233 SW 59TH STREET
COOPER CITY, FLORIDA 33330

ARTICLE IX

THE NAMES AND STREET ADDRESSES OF THE PERSONS SIGNING
THESE ARTICLES OF INCORPORATION AS SUBSCRIBED IS AS FOLLOWS:

CHARLES CAWTHRA
11233 SW 59TH STREET
COOPER CITY, FLORIDA 33330

ARTICLE X

THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN
ON THE DATE THE ARTICLES OF INCORPORATION ARE FILED OF
RECORD.

IN WITNESS WHEREOF, THE UNDERSIGNED, CHARLES CAWTHRA,
BEING A NATURAL PERSON, COMPETENT TO CONTRACT, HAVE
HEREUNTO SET HIS HAND AND SEALS THIS 1 DAY OF June
19 98.



STATE OF FLORIDA}

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COUNTY OF DASE

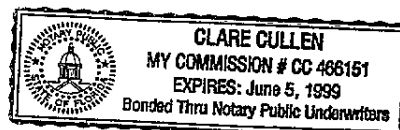
BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC OF THE STATE OF
FLORIDA PERSONALLY APPEARED CHARLES CAWTHRA
TO ME WELL KNOWN AND KNOWN TO ME TO BE THE INDIVIDUAL
DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE
EXECUTED THE SAME FREELY AND VOLUNTARILY FOR THE PURPOSE
THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL THIS 1 DAY OF June
1998.



NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



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

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:
FIRST: THAT VENUES SPONSORSHIP MANAGEMENT/SPORTS MARKETING,
INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF
FLORIDA WITH ITS PRINCIPAL OFFICES AS INDICATED IN THE
ARTICLES OF INCORPORATION, IN THE COUNTY OF DADE, STATE OF
FLORIDA, HAS NAMED JOHN T. CULLEN, LOCATED AT 7411 MIAMI
LAKES DRIVE, MIAMI LAKES, FLORIDA, 33014, AS ITS AGENT TO
ACCEPT SERVICES OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICES 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 SAID ACT RELATIVE TO
KEEPING OPEN SAID OFFICE.

BY: _____

RESIDENT AGENT

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 JUN -3 AM 8:02

FILED