

P98000070038

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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DIVISION OF CORPORATIONS

## DISSOLUTION

SPORTS MEDIA PRESENTATION, INC.

Certificate of Status	0
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T-574 P.02/09 F-985



**FLORIDA DEPARTMENT OF STATE**  
Katherine Harris  
Secretary of State

January 10, 2000

**SPORTS MEDIA PRESENTATION, INC.**  
505 NW 65TH COURT  
STE. 200  
FT LAUDERDALE, FL 33309US

**SUBJECT: SPORTS MEDIA PRESENTATION, INC.**  
**REF: P98000070038**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The document is illegible and not acceptable for imaging.

Please return 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) 487-6906.

Darlene Connell  
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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T-852 P.06/07 F-842

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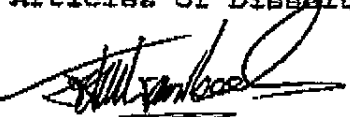
ARTICLES OF DISSOLUTION  
OF  
SPORTS MEDIA PRESENTATION, INC.  
(A Florida Corporation)

FILED  
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TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

Pursuant to the provisions of Section 607.1402 of the Florida Business Corporation Act (the "Act"), SPORTS MEDIA PRESENTATION, INC., a corporation organized under the laws of the State of Florida (the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation and winding up and liquidating its business affairs:

1. The name of this Corporation is SPORTS MEDIA PRESENTATION, INC.
2. The Articles of Incorporation of the Corporation were filed with the State of Florida on August 7, 1998.
3. The Articles of Dissolution were adopted on December 24, 1999, by Written Consent of Majority Shareholders of the Corporation, such Shareholders having first executed the Waiver Of Notice in conformance with the requirements of Section 607.0706 of the Act.
4. The majority vote cast represented by the Written Consent of Majority Shareholders of the Corporation was sufficient for approval of the Articles of Dissolution.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Dissolution, this 24th day of December, 1999.

  
James Wambeek, Shareholder

  
Jude Wambeek, Shareholder

Prepared By:  
MARK L. NOWAK, ESQ.  
FLORIDA BAR NO. 0699985  
2600 N. Military Trail  
Fourth Floor  
Boca Raton, FL 33431  
(561) 241-1600

Fax Audit No. H0000000011841

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T-652 P.07/07 F-942

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\_\_\_\_\_)  
\_\_\_\_\_)  
\_\_\_\_\_)  
The foregoing instrument was acknowledged before me this 24  
day of December, 1999, by James Wambeek, who are (✓) personally  
known to me, or ( ) produced \_\_\_\_\_ as  
identification, and who did not take an oath.

V. M. Hubert  
Notary Public

Print Name: MELORION HUBERT VAN ARKADIE  
My Commission Expires:

M. Hubert Van Arkadie S.A. (Hout)  
Solicitor & Commissioner for Oaths  
Empire House, Empire Way, Wembley Park,  
Wembley, Middlesex HA9 6EW

\_\_\_\_\_)  
\_\_\_\_\_)  
\_\_\_\_\_)  
The foregoing instrument was acknowledged before me this 24  
day of December, 1999, by Jude Wambeek, who are (✓) personally  
known to me, or ( ) produced \_\_\_\_\_ as  
identification, and who did not take an oath.

V. M. Hubert  
Notary Public

Print Name: MELORION HUBERT VAN ARKADIE  
My Commission Expires:

M. Hubert Van Arkadie S.A. (Hout)  
Solicitor & Commissioner for Oaths  
Empire House, Empire Way, Wembley Park,  
Wembley, Middlesex HA9 6EW

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**CERTIFICATE OF THE SECRETARY  
OF  
SPORTS MEDIA PRESENTATION, INC.  
(A Florida Corporation)**

I, James Wambeck, Secretary of SPORTS MEDIA PRESENTATION, INC., a corporation organized under the laws of the State of Florida (the "Corporation"). **DO HEREBY CERTIFY:**

that the undersigned Shareholders of the Corporation adopted the attached resolutions by Written Consent of Majority of Shareholders of the Corporation, the majority vote represented by said Written Consent being sufficient for approval of the resolutions adopted therein, and such resolutions have not been altered or rescinded and remain in full force and effect.

**IN WITNESS WHEREOF**, I have hereunto set my hand as Secretary of said Corporation and affixed the Corporation's Seal this 24<sup>th</sup> day of December, 1999.

(SEAL)

  
James Wambeck, Secretary

\_\_\_\_\_) )  
\_\_\_\_\_) )  
\_\_\_\_\_) )  
The foregoing instrument was acknowledged before me this 24 day of December, 1999, by James Wambeck, as Secretary of SPORTS MEDIA PRESENTATION, INC., a Florida corporation, on behalf of the corporation. James Wambeck (☒) is personally known to me, or (☐) produced \_\_\_\_\_ as identification, and who did not take an oath.

V. M. Hubert  
Notary Public

Print Name: MELORION HUBERT VAN ARKADIE

My Commission Expires:

**M. Hubert Van Arkadie S.A. (Hood)**  
Solicitor & Commissioner for Oaths  
Empire House, Empire Way, Wembley Park,  
Wembley, Middlesex HA9 6EW

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Fax Audit Number: H000000011841

WAIVER OF NOTICE  
OF  
MAJORITY SHAREHOLDERS  
OF  
SPORTS MEDIA PRESENTATION, INC.  
(A Florida Corporation)

THE UNDERSIGNED, being the majority Shareholders of SPORTS MEDIA PRESENTATION, INC., a Florida corporation authorized to transact business in the State of Florida, (the "Corporation"), pursuant to Sections 607.0706, Florida Statutes, hereby waive notice of the Special Meeting of the Corporation described in the attached WRITTEN CONSENT OF MAJORITY SHAREHOLDERS OF SPORTS MEDIA PRESENTATION, INC., dated of even date herewith.

DATED: December 24<sup>th</sup>, 1999.



James Wambsek, Shareholder



Jude Wambsek, Shareholder

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T-952 P.09/07 F-842

Fax Audit Number: H000000011841

**WRITTEN CONSENT  
OF  
MAJORITY SHAREHOLDERS  
OF  
SPORTS MEDIA PRESENTATION, INC.  
(A Florida Corporation)**

**THE UNDERSIGNED**, being the majority Shareholders of SPORTS MEDIA PRESENTATION, INC., a Florida corporation, authorized to transact business in the State of Florida, (the "Corporation"), having first executed the Waiver of Notice pursuant to Section 607.0704, Florida Statutes, of the Florida Business Corporation Act (the "Act"), do hereby consent to the following action, in writing, in lieu of a special meeting of the Shareholders of the Corporation:

**WHEREAS**, the Shareholders, in lieu of receipt of the written notice required pursuant to Section 607.1202(4) of the Act, have executed the Waiver Of Notice in conformance with the requirements of Section 607.0706 of the Act, and such Waiver of Notice has been delivered to the Secretary of the Corporation for inclusion in the Minute Book of the Corporation; and

**WHEREAS**, the undersigned Shareholders deem it in the best interests of the Corporation to dissolve the Corporation and wind up and liquidate its business and affairs.

**BE IT RESOLVED**, that the Corporation be dissolved and that Articles of Dissolution of the Corporation, in the form attached hereto as Exhibit "A," be, and hereby are adopted and that James Wambeck, as Secretary of the Corporation, or any other duly elected officer of the Corporation, be, and hereby is authorized and directed to execute and deliver to the Secretary of State of the State of Florida for filing said Articles of Dissolution; and

**IT IS FURTHER RESOLVED**, that any duly elected officer(s) of the Corporation, be, and hereby is/are authorized and directed to take any and all necessary steps to wind up and liquidate the Corporation's business and affairs, and such officer(s) is/are authorized and directed to execute and deliver such documents and perform such other acts as are necessary or appropriate to carry out and accomplish the dissolution and winding up of the Corporation; and

**IT IS FINALLY RESOLVED**, that the Secretary of the Corporation is hereby directed to insert the WAIVER OF NOTICE OF MAJORITY SHAREHOLDER OF SPORTS MEDIA PRESENTATION, INC. into the Minute Book directly following this WRITTEN CONSENT OF MAJORITY SHAREHOLDERS OF SPORTS MEDIA PRESENTATION, INC., and to deliver a copy of same, certified by said Secretary, to Michael Gittens.

**DATED:** December 24<sup>th</sup> 1999.

  
James Wambeck, Shareholder

  
Jude Wambeck, Shareholder

Fax Audit Number: H000000011841

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Fax Audit Number: H000000011841

EXHIBIT "A"

ARTICLES OF DISSOLUTION  
OF  
SPORTS MEDIA PRESENTATION, INC.  
(A Florida Corporation)

Pursuant to the provisions of Section 607.1402 of the Florida Business Corporation Act (the "Act"), SPORTS MEDIA PRESENTATION, INC., a corporation organized under the laws of the State of Florida (the "Corporation"), adopts the following Articles of Dissolution for the purpose of dissolving the Corporation and winding up and liquidating its business affairs:

1. The name of this Corporation is SPORTS MEDIA PRESENTATION, INC.
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3. The Articles of Dissolution were adopted on December 24, 1999, by Written Consent of Majority Shareholders of the Corporation, such Shareholders having first executed the Waiver Of Notice in conformance with the requirements of Section 607.0706 of the Act.
4. The majority vote cast represented by the Written Consent of Majority Shareholders of the Corporation was sufficient for approval of the Articles of Dissolution.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Dissolution, this 24<sup>th</sup> day of December, 1999.

(FORM - DO NOT SIGN)

James Wambeck, Shareholder

(FORM - DO NOT SIGN)

Jude Wambeck, Shareholder

Fax Audit Number: H000000011841