

**P98000096645**  
THE LAW OFFICES OF  
ROBERT B. RESNICK, P.A.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 13 PM 12:44

3020 NW 33<sup>rd</sup> Avenue  
Fort Lauderdale, Florida 33311  
Telephone (954) 677-7771  
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November 6, 1998

New Corporations Division  
Division of Corporations  
409 E. Gains Street  
Tallahassee, FL 32399

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--11/13/98--01060--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: SportsPlex USA, Inc.

Dear Sirs:

Enclosed please find the articles of incorporation for SportsPlex USA, Inc., together with a check for filing fees in the amount of \$70.00. I request that you file the articles at your earliest convenience.

Sincerely,

  
Robert B. Resnick, Esq.

Encls.

B. BROWN NOV 17 1998

**Articles of Incorporation  
of  
SportPlex USA, Inc.**

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The undersigned natural person, having capacity and acting as the incorporator of this corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation, to wit:

**Article One - Name and Address:** The name of the corporation is **SportPlex USA, Inc.**, whose mailing is 475 NE Spanish River Boulevard, Boca Raton, Florida 33431.

**Article Two - Commencement:** The corporation is to commence its existence upon the filing of these articles by the Department of State, and will exist perpetually thereafter unless earlier dissolved in a manner prescribed by law.

**Article Three - Purpose and Duration:** The purpose of the corporation is to engage in for profit, any lawful act or activity for which corporations may be organized under the laws of the Florida General Corporation Act, and the corporation shall have such powers as are necessary to effectuate the purpose herein stated.

**Article Four - Capital Stock:** The maximum number of shares which the corporation shall have the authority to issue is Seven Thousand Five Hundred (7,500) shares one (\$1.00) dollar par value common stock.

**Article Five - Preemptive Rights:** The shareholders of any class or series of stock of the Corporation shall have the preemptive right to subscribe, in proportion to their holdings (rounded to the nearest share) at the price it is offered to others, for any unauthorized, but unissued common or treasury stock of the corporation to be issued.

**Article Six - Management:** The activities and affairs of the corporation shall be managed by a board of directors, the number of which shall be from time to time fixed by the by-laws of the corporation; but in no event shall the number be less than two (2). The Board of Directors is expressly authorized to make, alter or repeal the by-laws of the corporation. The initial Board of Directors shall consist of two (2) directors, whose names and addresses are as follows:

<b>Regie Toussaint</b>	475 NE Spanish River Boulevard Boca Raton, Florida 33431
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<b>Michael Mansueto</b>	475 NE Spanish River Boulevard Boca Raton, Florida 33431
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**Article Seven - Indemnification:** The corporation shall have the power to enter into an indemnity agreement with any officer, director or registered agent, or any former officer or director, indemnifying the same to the fullest extent permitted by law.

**Article Eight - Initial Registered Agent and Office:** The initial registered agent of the corporation and the street address of the initial registered office of the corporation in the State of Florida is:

**Robert B. Resnick**

3020 N.W. 33rd Avenue  
Fort Lauderdale, Florida 33311

**Article Nine - Incorporator:** The name and address of the incorporator thereunder is:

**Michael Mansueto**

475 NE Spanish River Boulevard  
Boca Raton, Florida 33431

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now, or hereafter prescribed by the State of Florida, and all rights and powers conferred on the directors and shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby make, follow and record these Articles, and certifies the facts herein stated are true.

  
\_\_\_\_\_  
**Michael Mansueto, Incorporator**

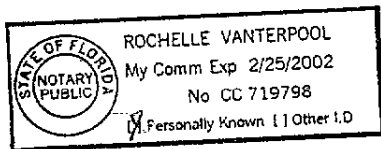
State of Florida }

} SS:

County of Broward }

**BEFORE ME**, the undersigned authority, a notary public, in and for the State of Florida, at large, personally appeared **Michael Mansueto**, who identified himself with a Florida driver's license, and who acknowledged execution of the foregoing instrument for the purposes therein contained.

28 **WITNESS** my hand and official seal in the State and County last aforesaid, this day of October, 1998.



Rochelle Vanterpool  
Notary Public

**Acceptance by Registered Agent**

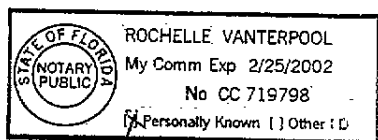
I, **Robert B. Resnick, Esquire** hereby accepts the position of Registered Agent for the corporation to be known as **SportPlex USA, Inc.**, and I agree to perform the duties of registered agent as required by the laws of the State of Florida.

Robert B. Resnick, Registered Agent

State of Florida    }  
                              } SS:  
County of Broward    }

**BEFORE ME**, the undersigned authority, a notary public, in and for the State of Florida, at large, personally appeared **Robert B. Resnick, Esq.**, who identified himself with a Florida driver's license, and who acknowledged execution of the foregoing instrument for the purposes therein contained.

**WITNESS** my hand and official seal in the State and County last aforesaid, this 28 day of October, 1998.



Rochelle Vanterpool  
Notary Public

FILED  
CLERK OF CIRCUIT COURT  
DIVISION OF CORPORATIONS  
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