

P99000004613

Ray Driver

Requestor's Name

6268 Blackfox Way

Address

Tallahassee, FL 32312 668-4154

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. GameDay, Inc.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

500002744345--1

01/15/99 01077-026

*****70.00 *****70.00

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



Walk in



Pick up time



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 JAN 15 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JAN 15 PM 12:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SMITH JAN 15 1999

Examiner's Initials

ARTICLES OF INCORPORATION

OF

GAMEDAY, INC.

The undersigned, for the purpose of forming a for-profit corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE 1

NAME AND ADDRESS

Section 1.1 Name. The name of the corporation is GameDay, Inc. (the "Corporation").

Section 1.2 Address of Principal Office. The address of the Corporation's principal office is 12302 Hunters Haven Lane, Jacksonville, Florida 32224.

ARTICLE 2

DURATION

Section 2.1 Duration. The Corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are executed, except that if they are not filed by the Department of State of Florida within five (5) business days after the date they are executed, corporate existence shall commence on the date the Articles of Incorporation are filed by the Department of State of Florida.

ARTICLE 3

PURPOSES

Section 3.1 Purposes. The Corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE 4

CAPITAL

Section 4.1 Authorized Capital. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is one hundred million (100,000,000) shares of voting common stock having a par value of \$0.01 per share. All such shares shall be issued fully paid and nonassessable.

FILED
99 JAN 15 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 **Name and Address.** The street address of the Corporation's initial registered office is 6268 Blackfox Way, Tallahassee, Florida 32312, and the name of the Corporation's initial registered agent at that address is G. Ray Driver, Jr.

ARTICLE 6

DIRECTORS

Section 6.1 **Number.** The Corporation shall have six (6) directors initially. The number of directors may be increased or decreased from time to time as provided in the Corporation's bylaws, but shall never be less than (1).

Section 6.2 **Initial Directors.** The names and addresses of the members of the Corporation's initial Board of Directors are:

Name:

Address:

Joseph V. Camerlengo

12302 Hunters Haven Lane
Jacksonville, Florida 32224

Karen M. Camerlengo

12302 Hunters Haven Lane
Jacksonville, Florida 32224

G. Ray Driver, Jr.

6268 Blackfox Way
Tallahassee, Florida 32312

Lisa Driver

6268 Blackfox Way
Tallahassee, Florida 32312

Kevin G. Mercer

Daniel M. Nee

5615 N.W. 38th Place
Gainesville, Florida 32606

ARTICLE 7

BYLAWS

Section 7.1 **Bylaws**. The Corporation's Board of Directors shall adopt the Corporation's initial bylaws. The bylaws may be amended or repealed from time to time by either the Board of Directors or the shareholders, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE 8

INCORPORATOR

Section 8.1 **Name and Address**. The name and street address of the incorporator of the Corporation are:

Name:

G. Ray Driver, Jr.

Address:

6268 Blackfox Way
Tallahassee, Florida 32312

ARTICLE 9

INDEMNIFICATION

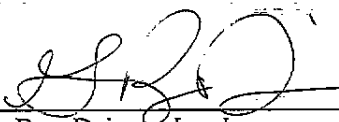
Section 9.1 **Indemnification**. The Corporation's Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE 10

AMENDMENT

Section 10.1 **Amendment**. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 15th day of January, 1999.



G. Ray Driver, Jr., Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for GameDay, Inc. (the "Corporation"), at the place designated in the Corporation's Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.



G. Ray Driver, Jr.

Date: January 15, 1999

FILED
99 JAN 15 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA