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*OF COUNSEL
PLEASE REPLY TO TAMPA
FILE NO. 39-25-10052

March 2, 1999

Florida Dept. of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

800002793248--4
-03/03/99--01048--004
*****70.00 *****70.00

Re: Java Sport.com, Inc.

Dear Sir/Madam:

Enclosed for filing are the original and one (1) copy of the Articles of Incorporation for Java Sport.com, Inc., and our firm check in the amount of \$70.00 for the filing fee. The fees include \$35.00 for filing of the Articles of Incorporation and \$35.00 for the filing of the Registered Agent form.

Please return all correspondence concerning this matter to the following:

Philip M. Shasteen, Esq.
Johnson, Blakely, Pope, Bokor, Ruppel & Burns, P.A.
100 North Tampa Street, Suite 1800
Tampa, FL 33602

Please call me if you have any questions. Thank you.

Very truly yours,

Linda M. Werner

Linda M. Werner
Legal Assistant

encls
34798v1

FILED
99 MAR -3 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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[Handwritten signature]

ARTICLES OF INCORPORATION

of

JAVA SPORTS.COM, INC.

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99 MAR -3 PM 12:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME AND MAILING ADDRESS

The name of this corporation is Java Sports.com, Inc. and the mailing address of this corporation is 6950 Bryan Dairy Road, Largo, FL 33777.

ARTICLE II - DURATION; EFFECTIVE DATE

This corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is one hundred (100), each of which shall be \$.01 par value per share common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 100 North Tampa Street, Suite 1800, Tampa, Florida 33602, and the name of the initial registered agent of this corporation at that address is Philip M. Shasteen.

ARTICLE V.- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Philip M. Shasteen, 100 North Tampa Street, Suite 1800, Tampa, Florida 33602.

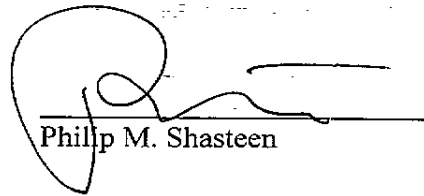
ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE VII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of March, 1999.



Philip M. Shasteen

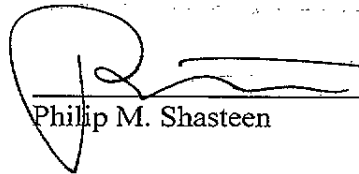
INCORPORATOR

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Florida Statutes Section 48.091, Java Sports.com, Inc. desiring to organize under the laws of the State of Florida, hereby designates Philip M. Shasteen, 100 North Tampa Street, Suite 1800, Tampa, Florida 33602, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes Section 48.091(2) relative to maintaining an office for the service of process.



Philip M. Shasteen

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TALLAHASSEE FLORIDA