

P99000022579

TRANSMITTAL LETTER

EFFECTIVE DATE
3-4-99

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700002798127--6
-03/08/99--01130--008
*****87.50 *****87.50

SUBJECT: **SPORT SENSE, INC.**
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Michael P. Goldenberg
Name (Printed or typed)
1215 Crestwood Drive
Address
Delray Beach, FL 33483
City, State & Zip
(561) 278-5345
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles

FILED
99 MAR - 8 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-11-99
2

**ARTICLES OF INCORPORATION OF
SPORT SENSE, INC.
a Florida Corporation**

EFFECTIVE DATE
3-4-99

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is Sport Sense Inc. (the "Corporation").

The Board of Directors may appoint or dismiss officers at its discretion.

The initial Chief Executive Officer and President shall be Michael P. Goldenberg.

The initial Chief Corporate Counsel and Secretary shall be Michael J. DeLuca.

ARTICLE II. PRINCIPAL OFFICE

The Corporation's principal place of business and mailing address shall be:

1215 Crestwood Drive
Delray Beach, FL 33483

ARTICLE VII. INDEMNIFICATION

The Corporation shall indemnify and hold harmless its directors, officers, employees, agents or former directors, officers, employees, agents or other persons, to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

ARTICLE III. PURPOSES

The purposes for which the Corporation is organized are to transact any and all lawful business for which corporations may be incorporated under the laws of this state and the United States.

ARTICLE VIII. AMENDMENT

Upon voting approval of 95% of the issued shares, the Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders of this Corporation is subject to this reservation.

ARTICLE IV. CAPITAL STOCK

The total number of shares of all classes of capital stock which the Corporation is authorized to have outstanding at any one time is 200 shares of common stock, par value \$.01 per share ("Common Stock"). The Corporation shall issue 100 shares upon formation. Issuance by the Corporation of additional authorized shares, warrants, options or other related rights requires voting approval of 95% of the issued shares.

ARTICLE IX. BYLAWS

The initial bylaws of this Corporation shall be adopted by the Board of Directors. The bylaws may be repealed or amended, and new bylaws adopted, by either the Board of Directors or the shareholders.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is:

1215 Crestwood Drive
Delray Beach, FL 33483

The name of its initial registered agent at such address is:

Michael P. Goldenberg.

The Board of Directors may from time to time move registered office to any other place in Florida, or designate another registered agent.

ARTICLE X. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are:

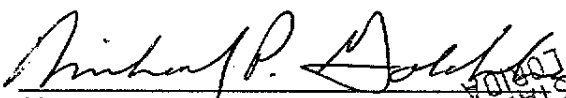
Michael P. Goldenberg
1215 Crestwood Drive
Delray Beach, FL 33483

ARTICLE VI. DIRECTORS AND OFFICERS

The initial Board of Directors shall consist of one member, Michael P. Goldenberg.

ARTICLE XI. EFFECTIVE DATE

The effective date of the existence of the Corporation is March 4, 1999.


Signature - Incorporator/Agent

Date

MARCH 4, 1999
FILED
MAR - 8 PM 12:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE