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Anthony J. Comparetto, Esq.

----- Attorney at Law -----

Anthony J. Comparetto, Esq.

Stephen C Schroeder, Esq.  
Of Counsel

LOCATIONS:  
St. Petersburg  
Tampa

phone (727) 328-7900

March 15, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Fl 32314

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Re: NEW FILING

Dear Sirs,

Please find enclosed the articles of incorporation for  
Alstott, Inc. & Xtreme Entertainment Group, Inc.

Sincerely,

Anthony J. Comparetto, Esquire

AJC/td

FILED  
99 MAR 22 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5340 Central Avenue, St. Petersburg, Florida 33707

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ARTICLES OF INCORPORATION

OF

ALSTOTT, INC.

FILED  
99 MAR 22 PM 1:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is ALSTOTT, INC., principal place of business shall be 4936 Burlington Avenue N., St. Petersburg, Fl 33710.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one thousand (100) shares of one dollar (\$1) par value common stock which shall be designated common shares.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office and agent of this corporation is Carl J. Plzak 4936 Burlington Avenue N., St. Petersburg, Fl 33713.

ARTICLE VI

Management of Corporation by Stockholders

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction, of the shareholders.

ARTICLE VII

Incorporators

The name and address of the person signing these Articles is:

Carl Plzak 4936 Burlington Avenue N., St. Petersburg, Florida 33713.

ARTICLE VIII

Amendments

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the stock holders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 15<sup>th</sup> day of March 1999.

I hereby accept the position and duties as registered agent.

Carl Plzak  
Carl Plzak

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

The forgoing instrument was acknowledge before me this 15<sup>th</sup> day of March 1999 by Carl Plzak who is personally known to me or who has produced FL DL as identification and who did take and oath

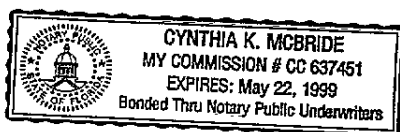
NOTARY PUBLIC

Sign: Cynthia K. McBride

Print: \_\_\_\_\_

State of Florida at Large  
Commission No. \_\_\_\_\_

My commission expires: \_\_\_\_\_



FILED  
99 MAR 22 PM 11:25  
TALLAHASSEE, FLORIDA