LAZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 1000D2845911--2 -04/21/99-01052-002_ 3320 S.W. 87th AVENUE (Address) *****78.75 *****78.75 MIAMI, FLORIDA (305)552-5973 (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS **Profit** Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership 39 APR 21 Name Reservation Reinstatement Trademark

Other

Examiner's Initials

Articles of Incorporation of Sports & Media Marketing, Inc.

99 APR 21 PH 12: 48
SECRETARY OF STATE
TALLAHASSEE FLORID

ARTICLE I-NAME

The name of the corporation is Sports & Media Marketing, Inc.

ARTICLE II-DURATION

The corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of one (\$1.00) Dollar par value common stock, which shall be designated "Common Stock".

ARTICLE V-PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as May be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is 601 Brickell Key Drive, Suite 1080, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is Francisco Salcedo.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Francisco Salcedo 601 Brickell Key Drive Suite 1080 Miami, FL 33131

Manuel Martinez 601 Brickell Key Drive Suite 1080 Miami, FL 33131

Miguel Trujillo = 601 Brickell Key Drive Suite 1080 Miami, FL 33131

ARTICLE VIII-INDEMNIFICATION

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

ARTICLE IX-INCORPORATORS

The names and addresses of the persons signing these articles are:

Francisco Salcedo 601 Brickell Key Drive Suite 1080 Miami, FL 33131

Manuel Martinez 601 Brickell Key Drive Suite 1080 Miami, FL 33131

Miguel Trujillo 601 Brickell Key Drive Suite 1080 Miami, FL 33131

ARTICLE X-MAILING AND BUSINESS ADDRESS

The mailing and business address of this corporation is: 601 Brickell Key Drive., Suite 1080, Miami, FL 33131.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 16th day of April, 1999.

Incorporator

Incorporator

Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with section 607.034 of the Florida Statutes, the following is submitted:

Sports & Media Marketing, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of Miami, County of Miami-Dade, State of Florida, has named Francisco Salcedo located at 601 Brickell Key Drive., Suite 1080, Miami, Florida 33131.

ACKNOWLEDGMENT

Having been named to accept service of process for the above mentioned corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Dated this 16th day of April, 1999.

RESIDENT AND REGISTERED

AGENT.

