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James A. Konides

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Punta Gorda, Florida 33950

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July 29, 1999

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

RE: Simplicity Sports.Com, Inc.

600002948316--5
-08/02/99--01157--012
*****70.00 *****70.00

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$70.00.

Thank you for your assistance.

Respectfully yours,



Jim Konides

K. Rolfe AUG 23 1999

W99-18379

K. Rolfe AUG 09 1999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 23 PM 4:16

FILED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 9, 1999

JAMES A. KONIDES
1601 W. MARION AVE
STE 103
PUNTA GORDA, FL 33950

SUBJECT: SIMPLICITY SPORTS.COM, INC.
Ref. Number: W99000018379

We have received your document for SIMPLICITY SPORTS.COM, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Bylaws are not filed with this office. Please retain them for your records.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Kimberly Rolfe
Corporate Specialist Supervisor

Letter Number: 299A00040105

ARTICLES OF INCORPORATION

of

Simplicity Sports.Com, Inc.

The undersigned incorporator, for the purpose 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 shall be:

Simplicity Sports.Com, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**142 Easton Drive
Port Charlotte, FL 33952**

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TALLAHASSEE, FLORIDA

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Million (10,000,000) shares common stock

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**Jim Konides
1601 W. Marion Ave. #103
Punta Gorda, FL 33950**

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

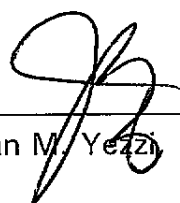
**Joan M. Yezzi
142 Easton Drive
Port Charlotte, FL 33952**

ARTICLE VI INITIAL DIRECTORS

The Board of Directors of the Corporation shall initially consist of one person. The number of Directors may at any time be increased or decreased (not less than one) by action of either the shareholders or the Board of Directors. The initial Director of the Corporation shall be:

**Joan M. Yezzi
142 Easton Drive
Port Charlotte, FL 33952**

The undersigned has executed these Articles of Incorporation this 19 day of July, 1999.



Joan M. Yezzi, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is Simplicity Sports.Com, Inc.

The name and address of the registered agent is:

Jim Konides
1601 W. Marion Ave., #103
Punta Gorda, FL 33950

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TALLAHASSEE, FLORIDA

Signature: _____

Joan M. Yezzi Incorporator

Date: July 19, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: _____

Date: July 16, 1999