Secretary of State

Business Services and Regulation

Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CHARTER NUMBER : 9119912 DP
DATE INCORPORATED: NOVEMBER 04, 1991
COUNTY : FULTON
EXAMINER : PAM E NEAL
TELEPHONE : 404-656-2960

MAILED TO:

JAMES A. NYSTROM
6111 P'TREE DUNWOODY RD., N.E.
ATLANTA GA 30328

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, SECRETARY OF STATE AND THE CORPORATIONS COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY, UNDER THE SEAL OF MY OFFICE, THAT

"SPORTS PROMOTION, INC."

HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA ON THE DATE SET FORTH ABOVE, BY THE FILING OF ARTICLES OF INCORPORATION IN THE OFFICE OF THE SECRETARY OF STATE AND THE FEES THEREFOR PAID, AS PROVIDED BY LAW, AND THAT ATTACHED HERETO IS A TRUE COPY OF SAID ARTICLES OF INCORPORATION.

WITNESS, MY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: DECEMBER 23, 1991

Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

ARTICLES OF INCORPORATION OF

SPORTS PROMOTION, INC.

1.

The name of the corporation is:

SPORTS PROMOTION, INC.

2.

The corporation shall have perpetual duration.

3.

The object of the Corporation is pecuniary gain and profit and the Corporation is formed for the purpose of engaging in any and all businesses necessary and proper under the Georgia Business Corporation Code, the Official Code of Georgia, Section 14-2-1, et. seq.

4.

The corporation shall have authority to issue not more than 100,000 shares of common stock of $1.00 par value.

5.

Shareholders shall have no preemptive right to acquire authorized and unissued shares of the corporation.

6.

The Corporation shall be entitled to purchase its own shares out of its unreserved and unrestricted earned and capital surplus available therefor.

7.

The Corporation shall be entitled to distribute a portion of its assets to its shareholders out of capital surplus available

therefor.

8.

The corporation shall not commence business until it shall have received not less than $500.00 in payment for the issuance of shares of stock.

9.

The initial registered office of the corporation shall be at 6111 Peachtree Dunwoody Road, Building D, Suite 102, Atlanta, Georgia 30328. The initial registered agent of the corporation shall be Henry R. Bauer, Jr.

10.

The following individual shall be the initial and sole Director of the Corporation:

John Edens
755 Tuckahoe Trail
Alpharetta, Georgia

11.

The mailing address of the initial principal office of the Corporation is 5193 Buford Highway, Doraville, Georgia 30340.

12.

The name and address of the incorporator is John Edens, 755 Tuckahoe Trail, Alpharetta, Georgia.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation, the 26th day of November, 1991.

BAUER, DEITCH & RAINES, P.C.

James A. Masters
Attorneys for the Incorporator

DEC 2 10 20 AM '91

jr:\B:\10641.001\SPORTS.Articles

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: MAX CLELAND
Secretary of State
Ex-Officio Corporation
Commissioner
State of Georgia

I HENRY R. BAUER, JR. do hereby consent to serve as registered

for the Corporation SPORTS PROMOTION, INC.

This 30th day of October, 1991

HENRY R. BAUER, JR.

Address of registered agent:

6111 Peachtree-Dunwoody Road, N.E.
Building D
Atlanta, Georgia 30328
Tel. (404) 394-9004

B:\Sports.Consent

A100

Eff. 7/1/89

MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION
Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334
(404) 656-2817

J. F. GULLION
Director

ARTICLES OF INCORPORATION DATA ENTRY FORM FOR GEORGIA CORPORATIONS

I. Filing Date: 11-4-91 Code: DP Docket Number: 91309 B31
Assigned Exam: Amount: $ 100.00 By:
Charter Number: 91195128 Completed: 12-20

DO NOT WRITE ABOVE THIS LINE – SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Corporate Name: Sports Promotion, Inc.

Mailing Address: 5193 Buford Highway

City: Doraville County: DeKalb State: Georgia Zip Code: 30340

III. Fees Submitted By: Bauer, Deitch & Raines, P.C.

Amount Enclosed: $60.00 Check Number:

IV. Incorporator: John Edens

Address: 755 Tuckahoe Trail

City: Alpharetta State: Georgia Zip Code:

Incorporator:

Address:

City: State: Zip Code:

V. Registered Agent/Office: Henry R. Bauer

Address: 6111 Peachtree-Dunwoody Road, N.E.

City: Atlanta County: Fulton State: Georgia Zip Code: 30328

VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST	Applicant	Examiner
1. Original and one conformed copy of Articles of Incorporation		
2. Corporate name verification number 91296204 (superseded)		
3. Authorized shares stated		
4. Incorporator's signature		
5. Post effective date, if applicable		
6. Number of pages attached:		

VII. ~~Applicant~~ Attorney: James Andrew Nystrom Telephone: (404) 394-9004

Address: 6111 Peachtree-Dunwoody Road, N.E.

City: Atlanta State: Georgia Zip Code: 30328

NOTICE: Attach original and one copy of the Articles of Incorporation and the Secretary of State filing fee ($60.00). Mail or deliver to the above address. This form does not replace the Articles of Incorporation.

I understand that the information on this form will be used in the Secretary of State Corporate database. I certify that a notice of intent to incorporate and a publishing fee of $40.00 has been mailed or delivered to an authorized newspaper, as required by law.

Signed: James A Nystrom Date: 12/16/91

DEC 23 1991