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TALLAHASSEE, FLORIDA

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2-17-06

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*San Belt Martial Arts
Center, Inc.*

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
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- Vehicle Search _____
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- UCC 1 or 3 File _____
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- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: *wc*

Name _____

Date *2/16*

Time *12:00*

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ARTICLES OF INCORPORATION
OF
SUN BELT MARTIAL ARTS CENTER, INC

FILED
2006 FEB 16 P 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation of a corporation for profit.

ARTICLE I
Name and Principal Address

The name and principal address of the corporation shall be: Sun Belt Martial Arts Center, Inc., 10550-8 Old St. Augustine Road, Jacksonville, Florida 32257. The mailing address is the same.

ARTICLE II
Duration

This corporation shall have perpetual existence.

ARTICLE III
Purpose

The general nature of the business to be transacted by this corporation is as follows: To conduct a martial arts school, to sell associated goods and services and to do all things which

are authorized to be done by corporations organized under the laws of the State of Florida.

ARTICLE IV
Capital Stock

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1000) shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

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 (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 street address of the initial registered office of this corporation is 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082 and the name of the initial registered agent of this corporation at that address is D. Randall Briley.

ARTICLE VII
Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial board of directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ali Khakpour	10550-8 Old St. Augustine Road Jacksonville, Florida 32257

ARTICLE VIII
Officers

The names and street addresses of the officers of this corporation, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ali Khakpour	10550-8 Old St. Augustine Road Jacksonville, Florida 32257

ARTICLE IX
Subscriber

The name and street address of the subscriber to these articles of incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ali Khakpour	10550-8 Old St. Augustine Road Jacksonville, Florida 32257

ARTICLE X
Indemnification

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

ARTICLE XI
Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII
Corporation Business

The business of this corporation shall be conducted by a President, one (1) or more Vice-presidents, a Secretary and a

Treasurer, and such assistants as the Board of Directors may from time to time provide for, and any person may hold two or more of such offices. When stockholders who hold a majority of the stock shall be present at a meeting of this corporation, however called or notified, and shall sign a written consent thereto on the record of the meeting, the acts of such meeting shall be as valid as if legally called and notified. This corporation may prescribe and make such other provisions by proper by-laws as the corporation may desire for the regulation of the business and for the conduct of the affairs of the corporation, and any provision creating, dividing, limiting, and regulating the powers of the corporation, the Directors and Stockholders, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates; provided such provisions are not contrary to the laws of the State of Florida.

IN WITNESS WHEREOF, the Subscriber and Incorporator has hereunto set his hand and seal this 10th day of February, 2006.



Ali Khakpour

STATE OF FLORIDA
COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me by Ali Khakpour who is personally known to me and/or who has produced

DRIVERS LICENCE

as identification and who did/did not take an oath, this 10 day of February, 2006.



JO ANN MILLS
My Commission # DD 194853
Expires: June 5, 2007

Jo Ann Mills
Notary Public
Printed Name: JO ANN MILLS
My Commission Expires

I hereby accept the designation of registered agent for the above-mentioned corporation at the above-mentioned address, city, and state.

D. Randall Briley
D. Randall Briley

STATE OF FLORIDA
COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged before me by D. Randall Briley, who is personally known to me and/or who has produced _____ as identification and who did/did not take an oath, this 10 day of February, 2006.



JO ANN MILLS
My Commission # DD 194853
Expires: June 5, 2007

Jo Ann Mills
Notary Public
Printed Name: JO ANN MILLS
My Commission Expires: