

P98000083196

FROM : ACCOUNTING & SYSTEMS INC. PHONE NO. 813 287222 393 4798 Sep. 25 1998 09:20AM P1

9/25/98  
9:07 AM

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H98000017852 8))

TO: DIVISION OF CORPORATIONS  
(850)922-4001

FAX #:

FROM: AL CLARK  
072100000173

ACCT#:

CONTACT: AL CLARK  
PHONE: (813)398-6011  
(813)397-5189

FAX #:

NAME: KARATE 4 KIDS, INC.  
AUDIT NUMBER.....H98000017852  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 3  
CERT. COPIES.....0 DEL.METHOD.. FAX  
EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

FILED  
98 SEP 25 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W98-21992

me 9/25/98

FILED

H/980000 17852 8

98 SEP 25 AM 11:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
KARATE 4 KIDS, INC.

The undersigned, for the purpose of forming a corporation for profit pursuant to chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: KARATE 4 KIDS, INC.

ARTICLE II: DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these articles of incorporation with the Department of The State Of Florida.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of engaging in any and all lawful business activities in the State Of Florida

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$ 1.00 par value common stock.

ARTICLE V: QUORUM FOR STOCKHOLDER'S MEETING

Unless other wise provided for in the corporation's bylaws, A majority of the shares entitled to vote, represented in by person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

Prepared by:

Christopher M. Barbazon

115 Powell Blvd. #14208

Ormond Beach, FL, 32118

904-673-2752

PAGE 1

H/980000 17852 8

H980000 17852 8

ARTICLE VI: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is 533 N. Nova Road, Suite 115, Ormond Beach, Florida 32174 and the name of the initial registered agent of this corporation is Joseph P. Clark, whose address is 533 N. Nova Road, Suite 115, Ormond Beach, Florida 32174-4421.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either increased or diminished from time to time in the manner provided in the by-laws, but shall never be less than one. The names and addresses of the initial directors of the corporation are as follows:

Christopher M. Brabazon  
115 Powell Blvd., # 14208  
Ormond Beach, Fl. 32118

The name and address of the corporation's incorporator is:

Christopher M. Brabazon  
115 Powell Blvd., # 14208  
Ormond Beach, Fl. 32118

ARTICLE IX: RESTRICTIONS OF TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

H980000 17852 8

H980000178528

ARTICLE X: INDEMNIFICATION

The corporation shall indemnify its officers, the directors and authorized agents for all liabilities incurred directly, indirectly, or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, I the subscriber above-named, as the incorporator of KARATE 4 KIDS, inc. have hereunto set my hand and seal this 25 day of SEPTEMBER 1998.

Christopher M. Brabazon

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, The undersigned authority, personally appeared Christopher M. Brabazon, to me well known and known to be the person described in and who subscribed to the above foregoing Articles Of Incorporation and he freely and voluntarily acknowledges before me that he made and scribe the same for the uses and purposes therein mentioned and set forth.

In WITNESS WHEREOF, I hereunto set my hand and seal at Ormond Beach, Volusia County, Florida, This 25 day of SEPTEMBER, A.D., 1998

Joseph P. Clark
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

H980000178528

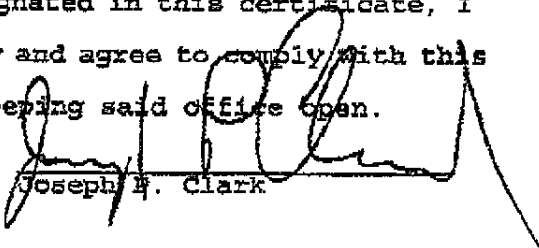


H980000 178528

CERTIFICATE OF REGISTERED AGENT OF  
KARATE 4 KIDS, INC.

The above-named corporation designed to organize under the laws of the state Of Florida with its principle office being located at 533 N Nova Road, Suite 115, Ormond Beach, Florida 32174-4421, as indicated within the Articles of Incorporation, within the city limits of Ormond Beach, Florida, herein names Joseph P. Clark as resident agent, whose address is 533 N. Nova Road, Suite 115, Ormond Beach, Florida 32174-4421, to accept service of process within this state.

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with this provision of said act relative to keeping said office open.

  
Joseph P. Clark

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, personally appeared, Joseph P. Clark, to me personally known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instruments for the purpose therein expressed.

WITNESS my hand and official seal this \_\_\_\_\_ day of \_\_\_\_\_, A.D., 1998

NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My commissions expires

H980000 178528

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
98 SEP 25 AM 11:00

FILED