

P9800097330

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

400002690334--0

-11/18/98--01039--001

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. L.P.C. LOS PEQUENOS CAMPEONES (Corporation Name) 21 (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

98 NOV 18 AM 10:58
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

- Walk in
 Pick up time 2:00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

11/19
 DIVISION OF CORPORATION
 NOV 18 AM 11:03
 CHAIRMAN

Examiner's Initials

FILED

98 NOV 18 AM 10:58

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

L.P.C. LOS PEQUENOS CAMPEONES, INC. (THE LITTLE CHAMPIONS, INC.)

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I.-NAME

The name of the corporation is

L.P.C. LOS PEQUENOS CAMPEONES, INC. (THE LITTLE CHAMPIONS INC.)

ARTICLE II.-NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be: BASEBALL SCHOOL

Any and all activities permitted under the Laws of the United States of Florida

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ARTICLE VI.-ADDRESS

The initial principal office address of this corporation in the State of Florida is: 14273 SW 24 ST. MIAMI, FL 33175

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII.- DIRECTORS

This Corporation shall have ONE (1) directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-laws, but shall never be less than one (1).

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by

reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise

interested in, or are directors or officers of, such other corporation: any director individually or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that the r such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with the like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VIII.- INITIAL DIRECTORS

The names and post office addresses of the member of the first Board of Directors are:

NAME

ADDRESS

RENE AROCHA

14273 SW 24 ST.
MIAMI, FL 33175

ARTICLE IX.-SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation is:

NAME

ADDRESS

RENE AROCHA

14273 SW 24 ST.
MIAMI, FL 33175

ARTICLE X

The stock of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the Stockholders of corporations may receive the benefits provided thereunder.

ARTICLE XI.-PRE-EMPTIVE RIGHTS

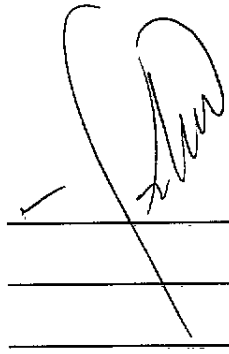
Should any Stockholders wish to dispose of his stock it shall first be offered by any third person, and said stock shall be available for a period of ninety (90) days to such remaining Stockholders. In the event that any said stock is not purchased by any or all of the remaining stockholders within ninety (90) days of the offer, said stock may then be sold by the Stockholders at the price of the bona-fide offer of the third person.

ARTICLE XII-AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Stockholder's Meeting by a majority of the stock entitled to vote thereon.

In WITNESS WHEREOF, The parties to these Articles of Incorporation have hereunto set their hands and seals this

16TH day of NOVEMBER, 1998.


_____(SEAL) INCORPORATOR
_____(SEAL) INCORPORATOR
_____(SEAL) INCORPORATOR

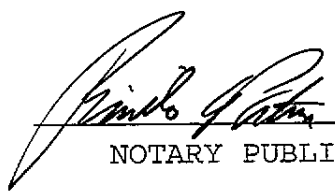
STATE OF FLORIDA SS:
COUNTY OF DADE

I HEREBY CERTIFY That on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared

to me known to the persons described as subledge before me that they subscribed to these Articles of Incorporation.

IN WITNESS my hand and official seal in the County and State named above this 16TH day of NOVEMBER, 1998.

My commission expires:



NOTARY PUBLIC



REGISTERED AGENT

THE REGISTERED AGENT OF THIS CORPORATION WILL BE

RENE AROCHA

THE REGISTERED ADDRESS WILL BE:

14273 SW 24 ST. MIAMI, FL 33175 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 APPOINT-

MENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OFF ALLSTATUTES

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.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILEFOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

L.P.C LOS PEQUENOS CAMPEONES^{INC.} (THE LITTLE CHAMPIONS, INC.)

FIRST-THAT _____
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF

_____ MIAMI
(CITY)

FL. _____ RENE AROCHA
STATE OF _____, HAS NAMED _____

(STATE) (NAME OF RESIDENT AGENT)

WITH THE PRINCIPAL ADDRESS BEING:

14273 SW 24 ST. MIAMI, FL. 33175

(STREET ADDRESS AND NUMBER OF BUILDING)
(POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT
TO SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature] TITLE PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FROM THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATE NOV 16TH, 1998 SIGNATURE [Signature]
(RESIDENT AGENT)

98 NOV 18 AM 10:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED