

V. Cyprian Adams, P.A.

Attorney at Law

April 2000

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-04/12/00--01068--008
*****78.75 *****78.75

Re: Matter: Incorporation of Martial Arts Foundation-National Chapter Inc.

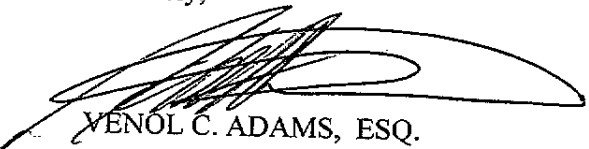
Dear Sir/Madam:

Please find enclosed the following

1. The original and a copy of the Article of Incorporation of Martial Arts Foundation-National Chapter, Inc.
2. A money order in the amount of \$78.50.

Kindly return the copy with the certificate of incorporation at your earliest convenience. If you have any questions, please feel free to contact my office. My appreciation for your consideration.

Sincerely,


VENOL C. ADAMS, ESQ.

VCA/lb

FILED
00 MAY -3 PM 12:13
TALLAHASSEE, FLORIDA

5546 West Oakland Park Boulevard
Suite #220
Lauderhill, Florida 33313

Telephone (954) 717-2515 Telecopier: (954) 731-7172 Email: venoladams@earthlink.net

AC
5-8-00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 18, 2000

V. CYPRIAN ADAMS, ESQ.
5546 WEST OAKLAND PARK BLVD.
SUITE #220
LAUDERHILL, FL 33313

SUBJECT: MARTIAL ARTS FOUNDATION-NATIONAL CHAPTER, INC.
Ref. Number: W00000010260

We have received your document for MARTIAL ARTS FOUNDATION-NATIONAL CHAPTER, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6926.

Cheryl Gallmon-Case
Document Specialist

Letter Number: 000A00021270

**ARTICLES OF INCORPORATION
OF
MARTIAL ARTS FOUNDATION-NATIONAL CHAPTER, INC.
A NON- PROFIT CORPORATION**

I, Larry Mabson, the undersigned natural person of the age of eighteen years or older, acting as incorporator for the purpose of creating a non-profit corporation under the laws of the State of Florida, as contained in Chapter 617 entitled "Not for Profit Corporation Act," and the general amendments thereto, do hereby set forth:

ARTICLE I - NAME

The name of the corporation is Martial Arts Foundation-National Chapter, Inc.

ARTICLE II - PRINCIPAL OFFICE

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

514 Southeast 7th Street
Fort Lauderdale, Florida 33301

ARTICLE III - PURPOSE(S)

The corporation is a charitable, educational and social corporation.

The purposes for which the corporation is organized is to promote and foster the discipline and responsibility provided and associated with martial arts.

The purpose for which Martial Arts Foundation-National Chapter is organized are exclusively charitable, and/or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE IV - DIRECTORS

The corporation shall have members which may be divided into such classes as shall be provided in the bylaws. All members shall be accepted, appointed, elected or designated in the manner provided in the bylaws.

The directors of the corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws.

No part of the net earnings of the corporation shall inure to the benefit of any officer, director or member of the corporation; and upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for the stated purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The names and addresses of the person who is to serve as the initial directors are:

Michael Fuller
409 Gardens Drive
Apartment #201
Pompano Beach, Florida 33069

Peter Lane
700 South Dixie Highway
Pompano Beach, Florida 33060

Larry Mabson
514 Southeast 7th Street
Fort Lauderdale, Florida 33301

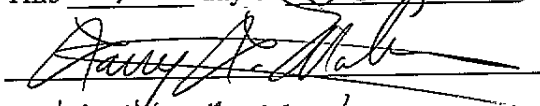
ARTICLE V - INITIAL REGISTERED AGENT

The address of the initial registered office of the corporation is 5546 West Oakland Park Boulevard, Suite #220, Lauderhill, Florida 33313 and the name of the corporation's original registered agent at such address is Venol C. Adams.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is as follows:

Larry Mabson
P.O. Box 8675
Fort Lauderdale, Florida 33310-8675

This 1st day of May, 2000.
 (SEAL)
LARRY MABSON
Larry Mabson, Incorporator ~~7~~ REGISTERED AGENT