

TRANSMITTAL LETTER

Dept. of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000007728630--0
-09/13/02--01031--023
*****87.50 *****87.50

SUBJECT: United States Ju-Jitsu of Florida, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jeffrey A. Cook
Name (Printed or typed)
2541 Myakka Rd.
Address
Sarasota, FL 34240
City, State & Zip
(941) 730-5649
Daytime Telephone number

FILED
02 SEP 30 PM 2:10
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

*SMITH SEP 30 2002



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 16, 2002

JEFFREY A. COOK
2541 MYAKKA RD
SARASOTA, FL 34240

SUBJECT: UNITED STATES JU-JITSU OF FLORIDA, INC.
Ref. Number: W02000026890

We have received your document for UNITED STATES JU-JITSU OF FLORIDA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 102A00052792

Articles of Incorporation
OF
United States Ju-Jitsu of Florida, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 30 PM 2:10

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, not-for-profit, under Chapter 617, Florida Statutes, do hereby certify:

FIRST. The name of said corporation shall be United States Ju-Jitsu of Florida, Inc.

SECOND. The place in the State of Florida where the principle office of the corporation is to be located is the City of Sarasota, County of Sarasota, Florida. The principle place of business and mailing address is 2541 Myakka Rd, Sarasota, FL 34240.

THIRD. The purposes for which said corporation is formed are:

To promote and improve amateur Ju-Jitsu by the encouragement of systematic exercise and education in Florida among those who compete solely for the physical, mental, and social benefits derived therefrom;

To exercise exclusive jurisdiction over all aspects of Ju-Jitsu as it pertains to United States Ju-Jitsu, the National Governing Body as respects the sport of Ju-Jitsu in the United States, in the State of Florida.

To promote the civic interests of the nation by the State-wide education of all classes of individuals in the physical, moral, and mental benefits to be derived from participation in Ju-Jitsu.

The encouragement and development of Ju-Jitsu athletes to partake in official state, national and international competition including the sponsorship of athletes to such events.

To sponsor and encourage, regulate, sanction, and award Ju-Jitsu Championships on behalf of United States Ju-Jitsu on the local and regional levels and to sponsor and encourage participation on the National, International and Olympic level of amateur Ju-Jitsu-ka in the state of Florida.

To maintain throughout the State of Florida, a uniform test of amateur standing and uniform rules for the government of all Ju-Jitsu within its jurisdiction, including, but not limited to the adoption of rules and regulations governing Ju-Jitsu competition, judging, and the awarding of appropriate Ju-Jitsu credentials to deserving individuals.

In furtherance of this objective, to sanction and host Ju-Jitsu seminars, camps, and other activities designed to develop Ju-Jitsu athletes, judges, and officials.

To promote the construction, conversion, and utilization of public Ju-Jitsu facilities for use by Ju-Jitsu athletes.

United States Ju-Jitsu of Florida, Inc., in further aid of such purposes, may solicit, apply for, receive, hold, and disburse grants, gifts, bequests, endowments, and other funds; may employ staff and contract for the services for such other personnel as may be necessary; may purchase, lease, acquire, or provide for such facilities (including real property), materials, and equipment as are necessary and appropriate; may maintain checking and savings accounts; may make long and short-term investments in stocks, bonds, mutual funds, and other securities; may borrow money, and establish lines of credit, and may purchase insurance.

United States Ju-Jitsu of Florida, Inc. will operate exclusively for public health, safety, educational, sport, and charitable purposes, including such purposes, the making of distributions to corporations, trusts, community chests, funds or foundations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future United States Internal Revenue tax code). In addition to the foregoing, this corporation may aid, assist, and support with contributions of money, property or otherwise, other organizations organized and operated exclusively to foster national or international sports competition, or for charitable, scientific, literary, or educational purposes.

United States Ju-Jitsu of Florida, Inc. will establish qualifications of membership, classification of members and categories for both voting and non-voting, and participatory members. In doing so, United States Ju-Jitsu of Florida, Inc. shall provide equal opportunity, without regard to race, color, creed, religion, age, or sex for participation in or for any activity of this corporation, especially activities dealing directly with amateur Ju-Jitsu competition, to all individuals who are eligible under applicable national and international rules and regulations and such rules and regulations concerning amateur Ju-Jitsu competition without discrimination; provided further, however that the corporation shall not deny eligibility to any amateur Ju-Jitsu athlete except after according such amateur Ju-Jitsu athlete fair notice and hearing as to the issue of his or her eligibility.

United States Ju-Jitsu of Florida, Inc. will engage in any lawful act or activity authorized by the State of Florida Statutes, and will have and exercise all rights and powers that are now or may be hereafter granted to a corporation.

The foregoing shall be construed as objects, purposes, and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the powers now or hereafter conferred on this corporation by the laws of the State of Florida. The objects, purposes, and powers specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any clause or paragraph of these articles. The objects, purposes, and powers specified in each of these clauses or paragraphs of these Articles of Incorporation shall be regarded as independent objects, purposes and powers.

The corporation may in its regulations confer powers, not in conflict with the law, on its directors in addition to the foregoing and in addition to the powers and authorities expressly conferred on them by statute.

FOURTH. The following persons, shall serve the corporation as trustees until the first annual meeting or other meeting called to elect trustees:

Jeffrey A. Cook	2541 Myakka Road	Sarasota, Florida 34240
Shelley A. Cook	2541 Myakka Road	Sarasota, Florida 34240
J. Nicole McDargh	3107 E. 63rd St.	Long Beach, Ca. 90805

The members so named shall constitute the number of trustees of the corporation until changed by amendment to these articles of incorporation or by-laws of this corporation.


FIFTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

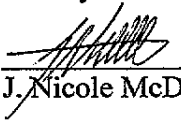
The purposes of this corporation do not include pecuniary gain or profit to the members thereof. Consequently, none of its net earnings shall inure to the benefit of any private member or individual; provided, however, that this provision shall not be construed so as to prevent reasonable compensation for services actually rendered to this corporation.

SIXTH: Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, We have hereunto subscribed our names this 1st day
of August, 2002


Jeffrey A. Cook, Incorporator

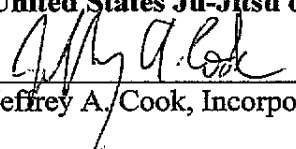

Shelley A. Cook, Incorporator



J. Nicole McDargh, Incorporator

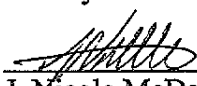
Original Appointment of Agent

The undersigned, being at least a majority of the incorporators of United States Ju-Jitsu of Florida, Inc., hereby appoint Shelley A. Cook a natural person resident in the county in which the corporation has its principle office upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. Her complete address is 2541 Myakka Road, Sarasota, Florida 34240

United States Ju-Jitsu of Florida, Inc.


Jeffrey A. Cook, Incorporator


Shelley A. Cook, Incorporator

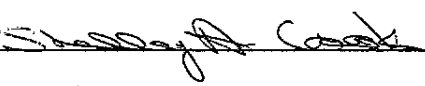

J. Nicole McDargh, Incorporator

20th day of June, 2002 Sarasota, Florida

United States Ju-Jitsu of Florida, Inc.:

Gentlemen, I hereby accept appointment as agent of your corporation upon whom process, tax notices or demands may be served.

Agent's Name: Shelley A. Cook

By 

1st day of August, 2002 Sarasota, Florida

02 SEP 30 PM 2:10

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS