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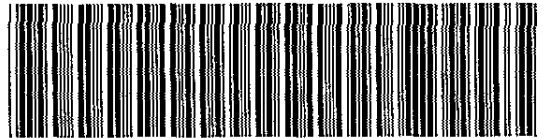
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton FEB 20 2006

TRANSMITTAL LETTER

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

SUBJECT: AMERICAN MARTIAL ARTS RENMEI, INC.

**Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$ 78.75
Filing Fee and a Certified Certificate of Status**

**FROM: Jimmy L. Jackson
888 Kings Post Road
Rockledge, Florida 32955-3514
321-302-9560**

**ARTICLES OF INCORPORATION
OF THE
AMERICAN MARTIAL ARTS RENMEI, INC.**

The undersigned, as incorporators, all of whom are citizens of the United States of America, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Laws of the State of Florida adopt the following Articles of Incorporation, and do hereby certify:

Article I:

The name of said corporation shall be the American Martial Arts Renmei, Inc.

Article II: -

The place in the State of Florida where the principle office of the corporation is to be located is 888 Kings Post Rd., City of Rockledge, County of Brevard, and State of Florida.

Article III:

The purposes for which said corporation is formed are:

- A. To promote and improve martial arts by the encouragement of systematic exercise and education in the United States among those who compete solely for the physical, mental, and social benefits derived there from;*
- B. To exercise exclusive jurisdiction over all aspects of the Martial Arts as it pertains to the American Martial Arts Renmei, Inc., the National Governing Body as respects the Martial Arts in the United States.*
- C. To promote the civic interests of the nation by the education of all classes of individuals in the physical, moral, and mental benefits to be derived from participation in the Martial Arts.*
- D. To assist other organizations, schools, or individuals, in the development of Martial Arts programs for their athletes.*
- E. To provide the technical information associated with the training and coaching of the Martial Arts athlete.*

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- F. To maintain throughout the United State, a uniform test of Martial Arts standing and uniform rules for the government of all Martial Arts within its jurisdiction, including, but not limited to the adoption of rules and regulations governing Martial Arts competition, judging, and the awarding of appropriate Martial Arts credentials to deserving individuals. In furtherance of this objective, to sanction and host Martial Arts seminars, camps, and other activities designed to develop Martial Arts athletes, judges, and officials.**
- G. To encourage and promote the participation of all athletes in the Martial Arts.**
- H. The American Martial Arts Renmei, 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.**
- I. The American Martial Arts Renmei, 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 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.**
- J. The American Martial Arts Renmei, Inc. will establish qualifications of membership, classification of members and categories for both voting and non-voting, and participatory members. In doing so, American Martial Arts Renmei, 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 Martial Arts competition, to all individuals who are eligible under applicable national and international rules and regulations and such rules and regulations concerning Martial Arts competition without discrimination; provided further, however that the corporation shall not deny eligibility to any Martial Arts athlete except after according such Martial Arts athlete fair notice and hearing as to the issue of his or her eligibility.**

- K. The American Martial Arts Renmei, Inc. will engage in any lawful act or activity authorized by the State of Florida, and will have and exercise all rights and powers that are now or may be hereafter granted to a corporation.**
- L. 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.**
- M. 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 Florida State Statute.**

Article IV:

An affirmative vote of two-thirds of the Directors shall be required for election.

Article V:

The following persons and addresses of the incorporators, initial directors, and trustees of the Corporation shall serve the corporation as trustees until the first annual meeting or other meetings called to elect trustees are as follows:

John A. Suarez 973	Tamarind Cir.	Rockledge, Florida 32955
Jimmy L. Jackson	888 Kings Post Rd.,	Rockledge, Florida 32955
William Holland	950 Bolton Ln.,	Rockledge, Florida 32955

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.

Article VI:

The initial registered office location is: 888 Kings Post Rd., Rockledge, Florida 32955

Article VII:

The initial registered agent is: Jimmy L. Jackson whose address is 888 Kings Post Rd., Rockledge, Florida 32955

Article VIII:

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.

- A. 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.*

Article IX:

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.

Article X

*IN WITNESS WHEREOF, We have hereunto subscribed our names this
6th Day of February, 2006.*


John A. Suarez, Incorporator



Jimmy L. Jackson, Incorporator


William Holland, Incorporator

Original Appointment of Agent

The undersigned, being at a majority of the incorporation of American Martial Arts Renmei, Inc., hereby appoint Jimmy L. Jackson; 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. His complete address is 888 Kings Post Road, Rockledge, Florida 32955-3514


American Martial Arts Renmei, Inc.
John A. Suarez, Incorporator


Jimmy L. Jackson, Incorporator

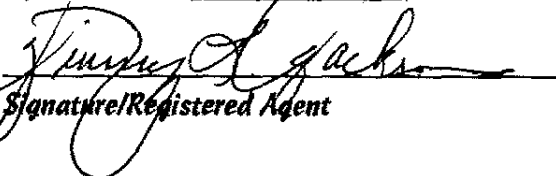

William Holland, Incorporator

6th Day of February, 2006, Rockledge, Florida

American Martial Arts Renmei, Inc.

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 appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.

Agents Name: Jimmy L. Jackson


Signature/Registered Agent

6th Day of February, 2006