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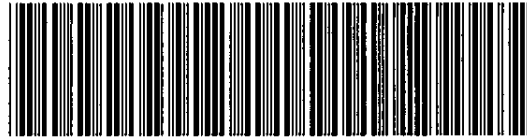
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD
11/18

COVER LETTER

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

SUBJECT: Simba Kai Martial Arts Academy, 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: Karl Holland

Name (Printed or typed)

875 Kennedy Blvd. ----- Principal Office
P.O. Box 25272 ----- P.O. Box for Mail

Address

Brooksville, Florida 34601 ---- Principal Office
Lakeland, Florida 33803 ----- P.O. Box for Mail

City, State & Zip

863-397-1810

Daytime Telephone number

simbakai@live.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

OF

SIMBA KAI MARTIAL ARTS ACADEMY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose
Of becoming Incorporated under Chapter 617, Florida Statutes, as amended, of the
Laws of the State of Florida applicable to corporations non-profit, and respectfully
Petition the Secretary of State for approval of such Incorporation under the following
Proposed Articles of Incorporation.

ARTICLE ONE – NAME

The name of the corporation, hereinafter called the Corporation, shall be: SIMBA KAI
MARTIAL ARTS ACADEMY, INC. its Principal Office is located at: 875 Kennedy Blvd,
Brooksville, Florida 34601; and Mailing address is: P.O. Box 25272, Lakeland, Florida
33803.

ARTICLE TWO – DURATION

The period of duration of this corporation is perpetual.

ARTICLE THREE – DIRECTORS

The name and address of the initial directors who shall hold office until their
Successors is four, may thereafter be increased or decreased from time to time in
accordance with the bylaws of the corporation.

Name	Address		Title
Karl Holland	2326 Crosby St.	Lakeland, FL 33801	President
Cynthia Yvonne Williams	2249 Lema Dr.	Springhill, FL 34613	V P/Secretary
Horace Bailey	1916 Crystal Grove Dr.	Lakeland, FL 33801	Treasurer
John Roy	9181 Southern Charm Cir.	Brooksville, FL 34613	Director

ARTICLE FOUR – REGISTERED AGENTS

The address of the initial registered agent of the corporations is 1916 Crystal Grove Dr. Lakeland, FL 33801 and the name of the initial registered agent of the corporation is Horace Bailey.

ARTICLE FIVE – PURPOSES

Section 1: The purposes for which the Corporation is founded are:

A. To organize a non-profit corporation and associate together persons, associates and corporations in order to operate exclusively for religious, charitable, scientific and educational purposes described, permitted and limited in Section 501(c)(3) and Section 401(a) of the 1954 Internal Revenue Code, hereinafter referred to as the Code. For the purposes and powers as set forth herein these Articles of Incorporation, references to the provisions of the Code shall be deemed to include Statutes which succeed such provisions and all appropriate regulations and rulings of the Internal Revenue Service pursuant thereto; including but not limited to, the following activities:

- (1) To take, accept, hold and acquire by bequest device, gift, purchase, loan or lease, any property, real, personal or mixed, whether tangible or intangible, without limitation as to the kind, amount or value;
- (2) To sell, convey, lease or make loans, grants or pledges of any property or any interest therein or proceeds there from, and to invest and reinvest the principal thereof and receipts there from, if any;
- (3) To borrow money upon and pledge or mortgage any such property for the purpose for which it is organized, and to issue notes, bonds or other forms of indebtedness to secure any of its obligations;
- (4) To acquire, and pay for in cash or promissory note*, the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligation or liabilities of any person, firm, corporation or association;
- (5) To carry on any of the aforesaid activities or purposes either directly, or as an agent for or with other persons, associations or corporations;
- (6) To carry on any activity and to deal with and expend any such property or income there from for any of the aforesaid purposes without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, the Certificate of Incorporation, the By-Laws of the Corporation, or any other limitations as are prescribed by law, provided that no such activity shall be such as is not permitted by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or any corresponding future provision of said Code, and that the

Corporation shall not attempt to influence legislation by propaganda or otherwise, nor shall it intervene in or participate in any political campaign on behalf of any candidate for public office, and provided further that no part of the net earnings of this Corporation shall inure to the benefit of any member or private individual and no member, director or officer of the Corporation shall receive any pecuniary benefit from the Corporation, except such reasonable compensation as may be allowed for services actually rendered to the Corporation.

ARTICLE SIX – POWERS

This Corporation shall be operated and governed by a Board of Directors. The By-Laws may provide for the extent and limits of there powers, duties, terms and privileges, and further, shall provide for the manner of appointment, qualification or election and other matters relating thereto, subject to restrictions herein, Including, the number of Directors may be provided in the By-Laws but shall at all times be not less than three (3).

ARTICLE SEVEN– LIMITATION

1. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation and this corporation shall not participate in, or intervene in (including the publishing or distribution of statement(s), any political campaign on behalf of, or in opposition to, any candidate for public office.

2. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to carried on (1) 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, (2) 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,

3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, trustees, officers, or other private persons, except that this 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 the purpose clause hereof.

ARTICLE EIGHT – DISSOLUTION

Upon the dissolution of this corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed to or one or more charitable, education, scientific or 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, state, or local government for a public purpose.

ARTICLE NINE – AMENDMENTS

The Articles of Incorporation of this Corporation may be amended, altered or revised when such resolution is duly certified by the Secretary of the corporation by a two-thirds (2/3) majority vote of the Board of Directors and filed with the Secretary of State.

ARTICLE TEN – SUBSCRIBERS

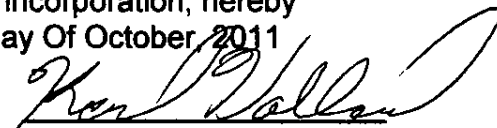
The names and addresses of the subscribers to these Articles of Incorporation are:

Name	Address
Karl Holland	2326 Crosby St Lakeland, FL 33801

ARTICLE ELVEN – FISCAL YEAR

The Fiscal year of the Corporation shall be from January to December of each Year.

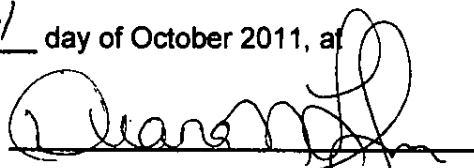
IN WITNESS WHEREOF, the undersigned as incorporation, hereby execute these articles of incorporation on this, the 18th day of October 2011


Karl Holland

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME. The undersigned authority, an officer duly authorized to administer oaths and take acknowledgments personally appeared on this day personally appeared Names Karl Holland who are personally known to me or who have produced personally known as identification,

WITNESS my hand and official seal this the 18th day of October 2011, at Lakeland, Florida.


Notary Public in and for the
State of Florida at Large
My Commission Expires



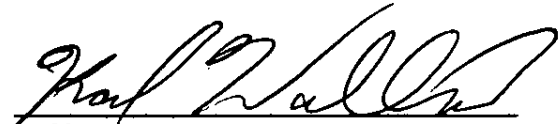
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TALLAHASSEE, FLORIDA

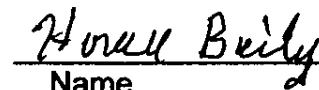
**CERTIFICATE DESIGNATING PLACES OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVICED**

In compliance with Section 48.091, Florida Statutes the following is submitted:

SIMBA KAI MARTIAL ARTS ACADEMY INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business is 875 Kennedy Blvd Brooksville, Florida 34601-3812. Has named Horace Bailey at 1916 Crystal Grove Dr. Lakeland, FL 33801 as its registered agent for service of process within Florida.


Dated October 18th, 2011


Name


Name

Having been named to accept service of process for the above named 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 and I am familiar with and accept the duties and obligations of Chapter 607 of the Florida General Corporation Act.

Dated October 18th, 2011


Name
Registered

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