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FLORIDA PROFIT/NON PROFIT CORPORATION

EWMA, Inc.

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ARTICLES OF INCORPORATION

OF

EWMA, INC.

(A Corporation Not-For-Profit)

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation not-for-profit (the "Corporation") under the Florida Not-for-Profit Corporation Act and other laws of the State of Florida (*Florida Statutes* Chapter 617).

ARTICLE I
Name and Address

The name of the Corporation is EWMA, INC. The principal office (and mailing address) is located at 6619 S. Dixie Hwy, PMB 193, Miami, Florida 33143. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

ARTICLE II
Purposes

The purposes for which the Corporation is formed are exclusively religious, charitable, scientific, literary or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future United States Internal Revenue Law (collectively with the Code, the "Revenue Laws"). The Corporation is organized and at all times shall be operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more organizations engaged in the operation of, including but not limited to, empowering women through martial arts, each of which is described in Sections 509(a)(1) or 509(a)(2) of the Code or the corresponding provision of any future Revenue Laws.

ARTICLE III
Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes within the meaning of Section 501(c)(3) of the Code and its regulations as the same now exist or as they may be hereafter amended from time to time. In carrying out the purposes set forth in Article II hereof, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties to its charitable affiliates for charitable purposes either directly or by contribution to such charitable affiliates, provided, however, said powers and authorities shall be exercised only in furtherance of the foregoing statement of charitable purposes set forth in Article II hereof.

ARTICLE IV
Term of Existence

The date when corporate existence shall commence shall be September 10, 2018, and the Corporation shall have perpetual existence thereafter.

ARTICLE V
Incorporator

The name and address of the incorporator of these Articles of Incorporation is as follows:

Name	**Address**
David Podrog	6619 S. Dixie Hwy PMB 193 Miami, Florida 33143

ARTICLE VI
Board of Directors

6.1 **Corporate Affairs.** The affairs of the Corporation shall be managed by a board of directors to be known as the Board of Directors. The term "Trustee" as used in the Articles and Bylaws means and refers to a member of the board of directors, as referenced in Section 617.081 of the Florida Statutes. The Board of Directors shall have all the powers necessary or appropriate for the administration of the affairs of this Corporation. This Corporation shall have no fewer than three Directors, as determined from time to time and as provided in the Bylaws of the Corporation.

6.2 **Names and Addresses of Initial Directors.** The names and addresses of the persons who are to serve as the initial Directors of the Corporation until the election or appointment of successors are as follows:

David Podrog
6619 S. Dixie Hwy
PMB 193
Miami, Florida 33143

Lori Podrog
6619 S. Dixie Hwy
PMB 193
Miami, Florida 33143

Rylee Podrog
6619 S. Dixie Hwy
PMB 193
Miami, Florida 33143

Sophie Podrog
6619 S. Dixie Hwy
PMB 193
Miami, Florida 33143

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is One Independent Drive, Suite 1300, Jacksonville, Florida 32202, and the name of the initial registered agent at such address is F & L Corp.

ARTICLE VIII
Bylaws

The Board of Directors of this Corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE IX
Activities

The property of this Corporation is irrevocably dedicated to the purposes set forth in Article II of these Articles, and no part of the net earnings or assets of this Corporation shall inure to the benefit of, or be distributable to, any private person, except that the Corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in Article II 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or the corresponding provisions of any future Revenue Laws; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provisions of any future Revenue Laws.

ARTICLE X
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 a nonprofit fund, foundation or corporation that is organized and operated exclusively for charitable, education and/or religious purposes and which has established its tax-exempt status under

Section 501(c)(3) of the Code, or the corresponding provisions of any future Revenue Laws, or to the federal government or to any state or local government, but only for a public purpose.

ARTICLE XI
Amendments

Amendments to these Articles of Incorporation may be made by the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles this 8th day of September, 2018.

David Podrog, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the within-named Corporation, at the place designated hereinabove, I hereby accept the designation to act in this capacity, and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: September 10, 2018

F & L Corp.

By: [signature]
Name: Ralph J. Wilk
Title: Vice President