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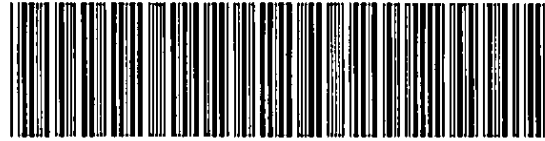
(Business Entity Name)

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LAW OFFICES

Sheldon R. Rosenthal

Commonwealth Building
46 Southwest First Street, 4th Floor
Miami, Florida 33130

TELEPHONE: 305-379-1452
EMAIL: sheldroselaw@aol.com

March 12, 2020

Department of State
New Filing Section
Division of Corporation
P. O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for Torbistar Soccer Academy, Inc.

Gentlemen:

The undersigned attorney represents Torbistar Soccer Academy, Inc., a Florida corporation to be formed under the laws of the State of Florida.

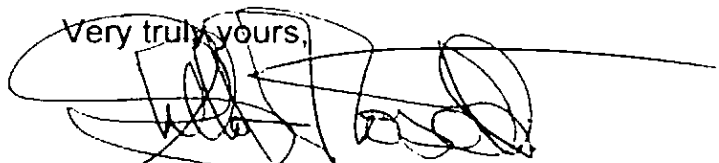
I am herewith enclosing the following in order to incorporate the company:

1. Original and copy of Articles of Incorporation.
2. My check made payable to Secretary of State, State of Florida, in the sum \$87.50.

Please file and return one certified copy to my office for my records. I am also enclosing a self-addressed, stamped envelope for your convenience.

If you have any questions, please call my office.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Sheldon R. Rosenthal', written over a horizontal line.

SHELDON R. ROSENTHAL

SRR/lid
Enclosures
cc: Torbistar Soccer Academy, Inc.

ARTICLES OF INCORPORATION
of
TORBISTAR SOCCER ACADEMY, INC.

We the undersigned, do hereby agree to form a corporation under and in accordance with the laws of the State of Florida, and do hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

TORBISTAR SOCCER ACADEMY, INC., a Florida Corporation

ARTICLE II - PURPOSE

A. To carry on and engage in the business of instructing and teaching the art of playing soccer and other sporting activities. The arranging of sports tournaments, the organization and coaching of sports teams as well as other activities. The instruction of health and fitness, and the operation of summer camps for organized soccer, other sporting venues.

B. To perform all other acts or activities which may be related thereto and permitted under and by virtue of the laws of the United States of America and the State of Florida.

C. To carry on and engage in all other acts which are necessary or related to the corporation's business.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the amount of Fifty (50) Shares of Common Stock, having no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include but not be limited to those rights conferred upon it by the by-laws of the Corporation, and by the laws and statutes of the State of Florida.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence in accordance with the laws of the State of Florida.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall initially be located at:
3301 Northeast 183 Street, Unit 2103, Aventura, Florida 33160

ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent of the Corporation shall be DMITRY TORBINSKIY, and the Registered Office shall be located at: 3301 Northeast 183 Street, Unit 2103, Aventura, Florida 33160, or such other person or at such other location as the Board of Directors may, from time to time select, with appropriate notice being given to the Secretary of State, Division of Corporations, Tallahassee, Florida in accordance with applicable Florida Statutes.

ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the by-laws of the Corporation and the laws of the

State of Florida. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be the following:

| <u>NAME</u> | <u>OFFICE</u> | <u>ADDRESS</u> |
|----------------------|---------------------------------|---|
| DMITRY TORBINSKIY | President and Treasurer | 3301 Northeast 183 Street Unit 2103 Aventura, Florida 33160 |
| EVGENIYA TORBINSKAYA | Vice-President and Secretary | 3301 Northeast 183 Street Unit 2103 Aventura, Florida 33160 |

ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of a minimum of one (1) Director, but in no event more than three (3) Directors.

ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial Board of Director until the first annual meeting of the Corporation, or until the successor or successors are elected and qualified, shall be as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------------------|---|
| DMITRY TORBINSKIY Director | 3301 N.E. 183 Street Unit 2103 Miami, Florida 33160 |
| EVGENIYA TORBINSKAYA Director | 3301 N.E. 183 Street Unit 2103 Miami, Florida 33160 |

ARTICLE XI - INCORPORATOR OR INCORPORATORS

The names and addresses of the incorporators subscribing to these Articles of Incorporation and to the shares subscribed are as follows:

| <u>NAME</u> | <u>ADDRESS</u> | <u>NO. OF SHARES SUBSCRIBED</u> | <u>AMOUNT OF SHARES</u> |
|--------------------------------|--|-------------------------------------|-----------------------------|
| DMITRY TORBINSKIY | 3301 N.E. 183 St. Unit 2103 Miami, Florida 33160 | 25 | \$250.00 |
| EVGENIYA TORBINSKAYA | 3301 N.E. 183 St. Unit 2103 Miami, Florida 33160 | 25 | \$250.00 |
| TOTAL SUBSCRIBED SHARES | | <u>50</u> | <u>\$500.00</u> |

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses, costs, and liabilities, including, but not limited to, attorney's fees incurred or imposed upon such Director or Officer arising out of any proceedings in which he or she is a party or in which he or she becomes involved by reason of he or she being or having served as a Director or as an Officer of the Corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of any other right and privilege to which said Director or Officer may be entitled.

ARTICLE XIII - VOTING RIGHTS

Except as may otherwise be provided by law, or by agreement of the parties, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the shares of the capital stock of the Corporation.

ARTICLE XIV - BY-LAWS

The original by-laws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, and at which a majority of the Shareholders are present. Thereafter the by-laws of the Corporation may be amended, altered or rescinded by a majority vote of the Shareholders of the Corporation. Amendments to the by-laws or to the Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the by-laws of the Corporation, and as otherwise provided under the laws of the State of Florida.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami-Dade County, Florida, this 12 day of March, 2020.



DMITRY TORBINSKIY



EVGENIYA TORBINSKAYA

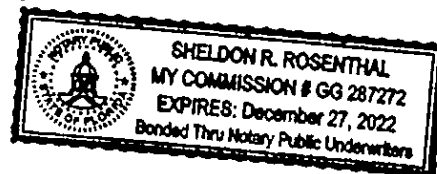
STATE OF FLORIDA)
) ss
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 12 day of March, 2020, by DMITRY TORBINSKIY and EVGENIYA TORBINSKAYA, who physically appeared, who are personally known to me or have produced driver's licenses as identification and who did take an oath.



Notary Public, State of Florida at Large

My Commission Expires:



CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT

I, DMITRY TORBINSKIY, having been named as registered agent to accept service of process for and on behalf of the above named corporation at the location designated in these articles, 3301 N.E. 183 Street, Unit 2103, Miami, Florida 33160, do hereby certify that I freely and voluntarily accept the appointment as registered agent and agree to act in said capacity.

Dated at Miami-Dade County, Florida this 12 day of March, 2020.



DMITRY TORBINSKIY, Registered Agent

ARTICLES OF INCORPORATION
of
TORBISTAR SOCCER ACADEMY, INC.

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DMITRY TORBINSKIY



EVGENIYA TORBINSKAYA

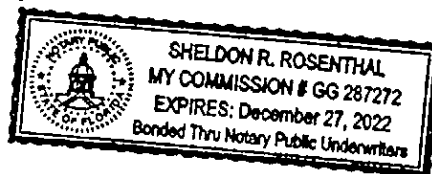
STATE OF FLORIDA)
) ss
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