

N96000002744

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

May 10, 1996

500001825303
-05/16/96---01116---010
***131.25 ***131.25

Dear Sir or Madam:

Reference: AMERICAN DEFENSE SYSTEM INTERNATIONAL EDUCATIONAL
FOUNDATION, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and
designation of resident agent.

A check in the amount of \$131.25 is enclosed for the filing fee, designation of
agent, certified copy, and certificate.

Sincerely,



Joseph F. Connolly, II

P.O. Box 620533
Orlando, FL 32862-0533
(407) 859-5013
Fax: (407) 855-2620

FILED
96 MAY 16 AM 9:23
DEPT. OF STATE
TALLAHASSEE, FLORIDA

SAB
5/23/96

ARTICLES OF INCORPORATION

FILED

96 MAY 16 AM 9:23

**CLERK OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopted the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

**AMERICAN DEFENSE SYSTEMS INTERNATIONAL
EDUCATIONAL FOUNDATION, INC.**

ARTICLE II

Principal place of business and mailing address

The initial principal place of business and mailing address of this corporation shall be:

**P. O. Box 620533
Orlando, FL 32862-0533**

ARTICLE IV

Purpose(s)

The purposes for which American Defense Systems International Educational Foundation, Inc. is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 and the corresponding provisions of any future United States Internal Revenue law. The specific purpose(s) for which the corporation is organized is (are):

1. To perpetuate the study and practice of self-defense, the martial arts, and personal safety, security, and defense.
2. To establish and maintain training and educational facilities.

2.

3. To conduct training and educational programs and courses.
4. To write, create, publish, produce, disseminate, and distribute, printed, audio, and visual, training and educational materials, devices, and products regarding the varied and various aspects of self-defense, the martial arts, and personal safety and defense.
5. To establish and maintain museums, cultural exhibits, and educational, conference, and research centers.
6. To establish and maintain membership organizations for martial art, self-defense, and defensive tactics, students and teachers.
7. To develop specialized programs and products for the handicapped, and other groups, including religious organizations, who have specialized learning or adaptation needs.
8. To cooperate with local, regional, national, and international organizations, including governments and multinational entities, which share our aims and purposes.
9. To establish and maintain academic institutions providing accredited academic programs and issuing degrees at the undergraduate, graduate, and post-graduate levels, as well as offering vocational and technical training.
10. To conduct such other lawful activities and enterprises as will support these purposes.

ARTICLE IV

The manner in which the directors are elected or appointed is as follows:

There shall be three (3) directors, each serving a five year term. The initial director shall be the incorporator, for whom 1996 shall be the first year of his term. The second director shall be elected at the March 1997 membership meeting. One director shall be elected at each succeeding annual meeting until all three directors are elected. Each year thereafter, an election will be held at the annual membership meeting to replace the director whose term is expiring. Vacancies shall be filled by a special election called and held for such purpose.

3.

ARTICLE V

Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes. Notwithstanding any provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 and the corresponding provisions of any future United States Internal Revenue law.

ARTICLE VI

Initial registered agent and street address

The name and the street address of initial registered agent is:

Joseph F. Connolly, II
4218 Arajo Court
Belle Isle, FL 32812-2807

ARTICLE VII

Incorporator

The name and address of the incorporator is:

Joseph F. Connolly, II
4218 Arajo Court
Belle Isle, FL 32812-2807

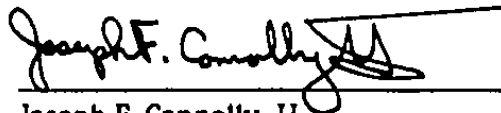
4.

ARTICLE VIII

Dissolution

Upon the 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 the state or local government for public purpose. Any assets not so disposed of, shall be disposed of by the Court of Common Pleas of the county of which the principle place of business has been located, exclusively for such purposes or to such organizations as said court shall determine, which shall also be organized and operated exclusively for such purposes.

The undersigned incorporator has executed these Articles of Incorporation this 10th day of May, 1996.

A handwritten signature in dark ink, appearing to read "Joseph F. Connolly, II", is written over a horizontal line.

Joseph F. Connolly, II
Incorporator & Founder

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

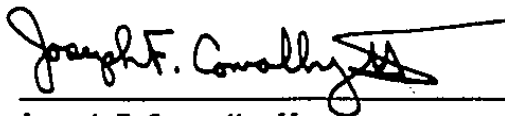
PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is: American Defense Systems International Educational Foundation, Inc.

2. The name and address of the registered agent and office is:

Joseph F. Connolly, II
4218 Arajo Court
Belle Isle, FL 32812-2807

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 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.


Joseph F. Connolly, II

May 10, 1996

FILED
MAY 16 1996
CLERK OF COURT
JACKSONVILLE, FLORIDA

96 MAY 16 AM 9:23

FILED