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HAZARDUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

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MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

400002518434--8

-05/11/98--01051--001

****122.50 ****122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SMALL WORLD SOCCER ACADEMY, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED
98 MAY 11 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
98 MAY 11 AM 11:28
DIVISION OF CORPORATION

Examiner's Initials

FILED

98 MAY 11 PM 12:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SMALL WORLD SOCCER ACADEMY, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of Chapters 617, Part I, of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I

The name of this corporation shall be:

SMALL WORLD SOCCER ACADEMY, INC.

ARTICLE II

The purpose or purposes for which the corporation is organized are:

a) To do all the activities related to the athletics and sports in general, mainly in the instruction and education of soccer and related practices.

b) To engage in any activity which its Directors consider necessary or incidental to the above stated purpose.

c) To have and exercise all the powers conferred by the laws of Florida upon corporations not for profit formed under Chapter 617, Part I, of the laws of the State of Florida, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

Articles of Incorporation

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d) Any and all of the above powers are granted and shall be exercised within the framework of the purpose stated in Article X herein.

ARTICLE III

The Corporation shall not have any capital stock, and the conditions of membership and the manner of admission shall be as follows; to wit:

Any adult person properly introduced and giving satisfactory references as to character and interest in fostering the purposes of this corporation as stated in Article II above and so more specifically defined in the By-Laws of this corporation, may become a member of this corporation.

To be admitted to membership, a person shall be proposed by the Board of Directors and approved by a two thirds (2/3) majority of the members.

In order to conserve the purpose of the corporation, members shall be classified as:

(1) Regular members, comprising those who subscribe to and will actively support the purposes of this corporation and these members shall be voting members known as electors;

ARTICLES OF INCORPORATION

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There shall be a maximum of twenty one (21) Regular members. The number to be set by resolution of the Board of Directors.

(2) Honorary members, comprising all others, not regular members, who wish to identify themselves in interest, service and financial support for the association. Honorary members shall not have the right to vote.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The principal place of business of this corporation shall be 251 S.W. 65 Avenue, Miami, FL.33144, with the privilege of having branches and offices in other places within and without the State of Florida, including foreign countries.

ARTICLE VI

The activities and affairs of the corporation shall be managed by a Board of Directors. The number of Directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the By-Laws, but in no case shall the number be less than three (3). The Directors

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need not be members of the corporation unless so required by the By-Laws. The Board of Directors shall be elected by the members at the Annual Meeting of the corporation to be held on such date as the By-Laws may provide, and shall hold office until their successors are respectively elected and qualified. The Board of Directors may, by resolution or resolutions, passed by a majority of the whole Board, designate one (1) or more committees, which to the extent provided in said resolution or resolutions or in the By-Laws of the corporation shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. The Board of Directors of this corporation may elect such Officers as the By-Laws may specify, who shall, subject to the laws of the State of Florida, have such titles and exercise such duties as the By-Laws may provided may provide. The Board of Directors is expressly authorize to make, alter or repeal the By-Laws of this corporation.

ARTICLE VII

The first Board of Directors shall be composed of three (3) members who shall hold office for the first year of existence

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of the corporation or until their successors are elected and have qualified and their names and addresses are, to wit:

ENRIQUE CASA	-	251 S.W. 65 Avenue, Miami, Fla. 33144
MARICEL LUGO	-	251 S.W. 65 Avenue, Miami, Fla. 33144
NICOLAS CUSIMANO	-	4385 N.W. 9 Street, Apt# 14 Miami, Fla 33126

ARTICLE VIII

The name of the Officers who shall hold office for the first year of existence of the corporation or until their successors are elected and have qualified, are:

President

Vice President - Treasurer

Secretary

ARTICLE IX

The name and post office of the subscriber is:

ENRIQUE CASA	251 S.W. 65 Avenue Miami, Fla. 33144
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ARTICLE X

This corporation is one which is organized solely for non-profit purposes.

Any and all assets of the corporation are

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irrevocably dedicated only to educational and training purposes and no part of its net earnings or assets shall inure to the benefit of any member thereof, or any other person or individual. Upon the winding up and the dissolution of this corporation, after paying or adequately providing for the debts and obligations of a corporation and so long as permitted by the Court having jurisdiction thereof; the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for educational, training, and charitable purposes and which has established its non-exempt status under the appropriate section of the Internal Revenue Code, as now existing or hereafter amended, and under Florida Law.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Articles of Incorporation. Any such amendment, alteration, change or repeal shall be proposed by the Board of Directors, and adopted by a simple majority vote of the regular members.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals as incorporators hereof and have acknowledged and filed in the office of the Secretary of State of the State of Florida, the foregoing Articles of Incorporation, this 29th day of APRIL, 1998.

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Enrique Casa

ENRIQUE CASA

Maricel Lugo

MARICEL LUGO

Nicolas Cusimano

NICOLAS CUSIMANO

STATE OF FLORIDA)

COUNTY OF DADE)

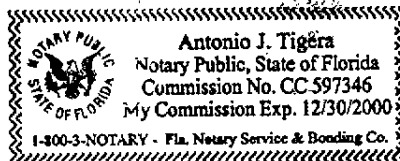
BEFORE ME personally appeared ENRIQUE CASA, MARICEL LUGO, AND
NICOLAS CUSIMANO, to me well known and known to be the person(s) described in and who
executed the foregoing instrument and acknowledged to and before me that they executed the
said instrument for the purposes therein express.

WITNESS my hand and seal, this 29th day of April, 1998.

Antonio J. Tigera

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



SMALL WORLD SOCCER ACADEMY, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

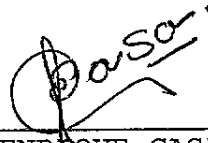
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act;

FIRST: That desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of incorporation, at Miami, Dade County, Florida, has named ENRIQUE CASA, located at 251 S.W. 65th Avenue, Miami, Florida, 33125, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept and 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.

DATE: 4-29, 1998


ENRIQUE CASA
Resident Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 11 PM 12:32

FILED