

JAN-9-2002 06:04P FROM:ANN FISHER PA 3056673089
Division of Corporations

TO:SECYSTATE

P:154

<https://ccfssl.dos.state.fl.us/scripts/efilcovr.exe>

H02000003244

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

EFFECTIVE DATE
01/09/02

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000008839 1))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : ANN FISHER, P.A.
Account Number : 072720000265
Phone : (305) 665-5944
Fax Number : (305) 667-3089

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 10 AM 11:57

FLORIDA PROFIT CORPORATION OR P.A.

Terry Smith Prizefighting, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

PS 1/10/02

H02000008839 1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

02 JAN 10 AM 11:57

ARTICLES OF INCORPORATION
OF
TERRY SMITH PRIZEFIGHTING, INC.

EFFECTIVE DATE

01/09/02 ✓

The undersigned adopts the following Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be Terry Smith Prizefighting, Inc.

ARTICLE II - COMMENCEMENT & DURATION

The corporation shall commence its existence on January 9, 2002 and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III - ADDRESS

The mailing address of the corporation is 3803 Little Ave., Miami FL 33133.

ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
500	Common	\$1.00

Subject to applicable Florida statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by:
Ann Fisher, P.A.
1514 Zuleta Ave.
Coral Gables FL 33146
305-665-5944
Fla Bar No: 0328227

H02000008839 1

ARTICLE V - REGISTERED AGENT

The name and address of the Registered Agent of the corporation is R. Cai Svendsen, 3803 Little Ave., Miami FL 33133.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the corporation is R. Cai Svendsen, 3803 Little Ave., Miami FL 33133.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time thereafter according to the bylaws of the corporation but shall never be less than one. The names and street addresses of the initial directors of this corporation are:

R. Cai Svendsen
3803 Little Ave.
Miami FL 33133

Ozell Nelson
9600 Pinnacle Valley Rd.
Little Rock, AK 72223

ARTICLE VIII - SHAREHOLDER PROPERTY

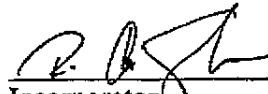
Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

ARTICLE IX - AMENDMENTS TO ARTICLES

The Directors shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

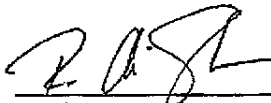
H02000008839 1

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of
Incorporation this 9 day of JANUARY, 2002.


Incorporator

ACCEPTANCE BY REGISTERED AGENT

**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
AGENT 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.**


Registered Agent

Date: JAN 9, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 10 AM 11:57