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ARTICLES OF INCORPORATION.

OF

M&K PRO-SHOPS, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: M&K PRO-SHOPS, INC.

The location of this corporation is: 4140 W. Vine St., Kissimmee, FL 34741

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE II. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE III. NATURE OF BUSINESS AND POWERS.

1. This Corporation is organized for the business of operating and managing a retail store providing sales and services of bowling equipment and accessories.

2. The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

NOTE: Par value shares may be issued only for a consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and nonassessable.

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ARTICLE V. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

CHARLES JOHN CURTIS

1131 Creek Woods Circle, St. Cloud, FL 34772-7418

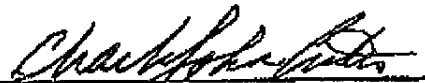
The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

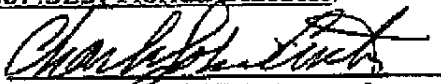
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation: M&K PRO-SHOPS, INC.
2. The name and address of the registered agent and office is: CHARLES JOHN CURTIS at 1131 Creek Woods Circle, St. Cloud, FL 34772-7418.

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CHARLES JOHN CURTIS
Registered Agent
Title: Registered Agent
Date: Apr 15, 2002, 2002

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby 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, and I accept the duties and obligations of Section 607.325, Florida Statutes.


CHARLES JOHN CURTIS
Date: Apr 25, 2002, 2002

ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the Shareholders of this Corporation.

ARTICLE IX. BOARD OF DIRECTORS.

This Corporation shall have THREE (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE X. INITIAL DIRECTOR.

The names of the initial directors of this Corporation and their street addresses are:

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CHARLES JOHN CURTIS, President

1131 Creek Woods Circle, St. Cloud, FL 34772-7418

KAREN ELLEN CURTIS

1131 Creek Woods Circle, St. Cloud, FL 34772-7418

LINDASUE BARKHOLTZ

702 Bunker Lane, Kissimmee, FL 34759

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE XI. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

CHARLES JOHN CURTIS

1131 Creek Woods Circle, St. Cloud, FL 34772-7418


ARTICLE XII. AMENDMENTS.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XIII. OPTIONAL PROVISIONS.

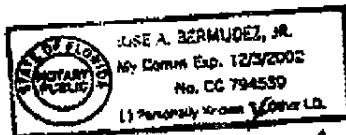
None

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on _____, 2002.

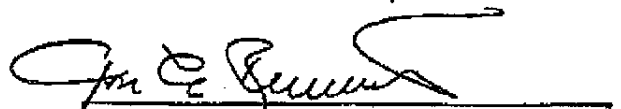

 CHARLES JOHN CURTIS
 Incorporator

STATE OF FLORIDA
 COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared CHARLES JOHN CURTIS, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on April 25, 2002.



FL Doc. # C632-150-51-018-0
 Exp. 1/14/07


 JOSE A. BERMUDEZ, JR.
 NOTARY PUBLIC, State of Florida
 MY COMMISSION EXPIRES: 12/3/02

This Instrument Prepared By:
 Robert J. Rao, Esquire
 20 S. Rose Ave., Ste. 1
 Legal Arts Building
 P.O. Box 421845
 Kissimmee, FL 34742-1845
 (407) 846-0936/6512 Fx
 FL Bar No. 152357

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