TRANSMITTAL LETTER

2000073715

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

500006234185--9 -07/05/02--01085--018 *****87.50 *****87.50

SUBJECT:

MISS MARTIAL ARTS USA, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an origina	al and one(1) copy of the article	es of incorporation and a c	heck for:	•	
□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL COP	\$87.50 Filing Fee, Certified Copy & Certificate of Status Y REQUIRED	02.	SEC
FROM: RICHARD RETCHEL Name (Printed or typed) 1721 Georgiá Ave., Palm Harbor, Florida 34683 Address				JUL -5 AM 10: 33	FILED RETARY OF STATE AHASSEE, FLORIDA
Palm Harbor, Florida 34683 City, State & Zip					
	727-643-7886 Daytime Te	elephone number			

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

<u>ARTICLE I NAME</u>

The name of the corporation shall be:

MISS MARTIAL ARTS USA, INC.

ARTICLE II PRINCIPAL OFF<u>ICE</u>

The principal place of business/mailing address is:

1730 Florida Ave., Palm Harbor, Florida 34683, C/O HOLLYWOOD EAST

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Television Production and product development, in the area of Martial Arts.

ARTICLE IV SHARES

The number of shares of stock is:

One thousand shares

INITIAL OFFICERS DIRECTORS (optional)

The name(s), address(es) and title(s):

REGISTERED AGENT ARTICLE VI

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

Catherine Reichel, 1721 Georgia Ave., Palm Harbor, Florida 34683

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Richard Reichel, 1721 Georgia Ave., Palm Harbor, Florida 34683

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Incorporator