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Florida Department of State

Division of Corporations Public Access System

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To:

Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone : (305)358-2571 Fax Number : (305)373-7718

FLORIDA PROFIT CORPORATION OR P.A.

NEW HORIZONS LEISURE GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

03 HAR -4 AN 8-03 SECRETARY OF STATE TALLAHASSEE, FLORIDA H03-69778

Articles of Incorporation of: NEW HORIZONS LEISURE GROUP, INC.

Article I Name:
NEW HORIZONS LEISURE GROUP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II Principal Office: 301 N. Cattlemen Road, Suite 205 Sarasota, Florida 34232

Article III Capital Stock:

The Corporation is authorized to have 7,500 shares of common stock with par value of \$1.00 (one dollar) each

Article IV Terms of Existence:

The term for which the corporation shall exist shall be perpetual, commencing on the filing of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:

This corporation is organized for the purpose of engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other State of the United States.

Article VI Name & Address of Incorporator (s)

Terence Lacey-Freeman, Sr.

301 N. Cattlemen Road, Suite 205

Sarasota, Florida 34232

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Article VII Initial Board of Directors:

This corporation shall have five (5) Directors initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the five initial Directors of this corporation are:

Terence Lacey-Freeman, Sr., Director
Derick M. Coles, Director
Jason D. Coles, Director
Terence Lacey-Freeman, Jr., Director
Dean Lacey-Freeman, Director
301 N. Cattlemen Road, Suite 205
Saxasota, Florida 34232

The undersigned have executed these articles of incorporation this:

25th of February, 2003 Signature: Signature: Derick M. Coles Terence Lacey-Freeman, Sr. Name: Name: Title: Director Title: Director Signature: T. S. Cace - Free -Signature: Terence Lacey-Freeman, Jr. Jason D. Coles Name: Name: Director Title: Title: Director Signature: Name: Dean Lacey-Freeman Title: Director

H03-69718

Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is:

NEW HORIZONS LEISURE GROUP, INC.

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

Terence Lacey-Freeman, Sr. 301 N. Cattlemen Road, Suite 205 Sarasota, Florida 34232

Signature:

Name:

Terence Lacey-Freeman, Sr.

Title:

Director

Date:

02/25/03

Acceptance of appointment as Registered Agent for

NEW HORIZONS LEISURE GROUP, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, 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.

Signature:

Name:

Terence Lacey-Freeman, Sr.

Title:

Director

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SECRETARY OF STATE
SECRETARY OF STATE