

P03000039875

TOP GUN MARTIAL ARTS, INC.
- 3001 SOUTH GUNSE DRIVE
BUILDING 18, SUITE 107
- POMPAHO BEACH, FL 33069

(City/State/Zip/Phone #)



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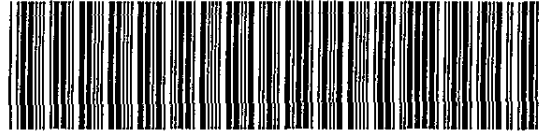
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**Articles of Incorporation
of
Top Gun Martial Arts, Inc.**

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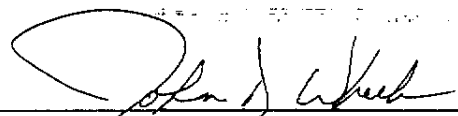
The undersigned incorporator for purposed of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- Article I. The name of the Corporation is Top Gun Martial Arts, Inc..
- Article II. The street address of the initial principal office and mailing address of the Corporation is 3001 South Course Drive, Building 18 Suite 107, Pompano Beach, FL 33069.
- Article III. The Corporation is authorized to issue ten thousand (10,000) shares of common stock, par value \$00.01 per share.
- Article IV. The street address of the initial registered office of the Corporation is: 3001 South Course Drive, Building 18 Suite 107, Pompano Beach, FL 33069, and the registered agent at that address is: John D. Wheeler.
- Article V. The name and address of the incorporator of the Corporation is: John D. Wheeler, 3001 South Course Drive, Building 18 Suite 107, Pompano Beach, FL 33069.
- Article VI. The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- Article VII. The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is John D. Wheeler, 3001 South Course Drive, Building 18 Suite 107, Pompano Beach, FL 33069.
- Article VIII. The Corporation expressly elects not to governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

Article IX. The Corporation expressly elects not to governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

Article X. The corporate existence of the Corporation shall commence on April 15, 2003.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of April, 2003.

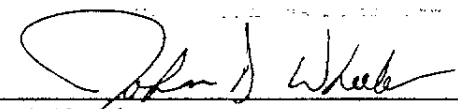


John D. Wheeler, Incorporator

**Acceptance of Appointment
of
Registered Agent**

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I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By: _____, President
John D. Wheeler