

**Electronic Articles of Incorporation
For**

P03000048585
FILED
May 01, 2003
Sec. Of State

USA MARTIAL ARTS AND FITNESS CENTERS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

USA MARTIAL ARTS AND FITNESS CENTERS, INC.

Article II

The principal place of business address:

10115 SUNSET STRIP
SUNRISE, FL. US 33322

The mailing address of the corporation is:

10115 SUNSET STRIP
SUNRISE, FL. US 33322

Article III

The purpose for which this corporation is organized is:

TO ENGAGE IN ANY AND ALL LAWFUL BUSINESS EFFORTS TO ASSIST
FOR-PROFIT MARTIAL ARTS SCHOOLS BY IMPROVING THEIR
PROFITABILITY THROUGH BETTER MANAGEMENT AND SHARED RESOURCES.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

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

RICHARD R HARTMAN
10115 SUNSET STRIP
SUNRISE, FL. 33322

I certify that I am familiar with and accept the responsibilities of registered agent.

P03000048585
FILED
May 01, 2003
Sec. Of State

Registered Agent Signature: RICHARD R. HARTMAN

Article VI

The name and address of the incorporator is:

RICHARD HARTMAN
10115 SUNSET STRIP
SUNRISE, FL 33322

Incorporator Signature: RICHARD R. HARTMAN

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
RICHARD R HARTMAN
10115 SUNSET STRIP
SUNRISE, FL. 33322 US

Title: SEC
TAMARA J HARTMAN
10115 SUNSET STRIP
SUNRISE, FL. 33322 US

Article VIII

The effective date for this corporation shall be:

05/01/2003