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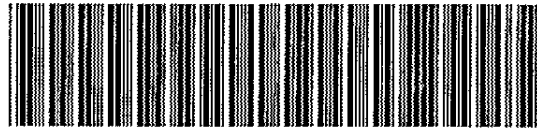
(Business Entity Name)

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SEAL STATE
TALLAHASSEE, FLORIDA

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May 13, 2003

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

RE: New Stars Corporation

Dear Sir or Madam:

I have enclosed the original and two (2) copies of Articles of Incorporation along with a check in the amount of \$78.75 to cover the filing fees. Kindly return one certified copy of the Articles of Incorporation.

Thank you for your cooperation and attention to the above. If you have any questions regarding the above, please do not hesitate to contact me.

Sincerely,



Marian A. Lindquist

MAL:tk
Enclosures

ARTICLES OF INCORPORATION
OF
NEW STARS SOCCER SCHOOL CORPORATION

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03 MAY 15 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be NEW STARS SOCCER SCHOOL CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 400 Commodore Drive, #308, Plantation, Florida 33325.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is CARLOS PASTOR, 400 Commodore Drive, #308, Plantation, Florida 33325.

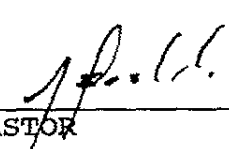
ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is CARLOS PASTOR, 400 Commodore Drive, #308, Plantation, Florida 33325.

ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors to the full extent permitted by law as the law now exists or may be amended hereafter.

The undersigned incorporator has executed these Articles of Incorporation this 13th day of May, 2003.



CARLOS PASTOR

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 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 is NEW STARS SOCCER SCHOOL CORPORATION
2. The name and address of the registered agent and office is CARLOS PASTOR, 400 Commodore Drive, #308, Plantation, Florida 33325.

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, 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, and I am familiar with and accept the obligations of my position as registered agent.

DATED: May 13, 2003

1A-11.
CARLOS PASTOR
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA