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Division of Corporations

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Florida Department of State
Division of Corporations
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03 MAY 28 PM 3:30

FLORIDA PROFIT CORPORATION OR P.A.

MICHAEL'S SCHOOL OF DANCE & GYMNASTICS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

#33000199984

**ARTICLES OF INCORPORATION
OF
MICHAEL'S SCHOOL OF DANCE & GYMNASTICS, INC.**

ARTICLE I - NAME

The name of this Corporation is MICHAEL'S SCHOOL OF DANCE & GYMNASTICS, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing as of May 22, 2003.

ARTICLE III - BUSINESS AND PURPOSE

This Corporation is organized for the following purposes:

To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One (\$1.00) Dollar par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is set forth below, which office may be changed from time to time by the Directors of the Corporation:

4010 N.E. 13th Avenue
Oakland Park, FL 33334

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ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309 and the name of the initial registered agent of this corporation at that address is Richard E. Berman, Esquire.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is:

Michael Isaacs
4010 N.E. 13th Avenue
Oakland Park, FL 33334

ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles is:

Richard E. Berman, Esquire
2101 West Commercial Boulevard
Suite 4100
Fort Lauderdale, FL 33309

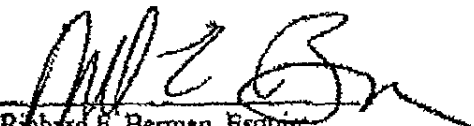
ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of May, 2003.


Richard E. Berman, Esquire
Incorporator

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STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Richard E. Berman, Esquire, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of May, 2003.

Lydia N. Dellafio
Notary Public
State of Florida at Large

My Commission Expires:



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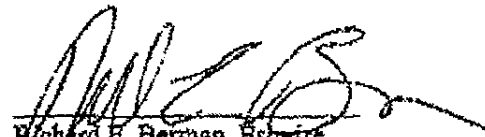
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**DESIGNATION OF REGISTERED AGENT FOR
MICHAEL'S SCHOOL OF DANCE & GYMNASTICS, INC.**

In compliance with Section 48.091, Florida Statutes, MICHAEL'S SCHOOL OF DANCE & GYMNASTICS, INC. desiring to organize and qualify under the laws of the State of Florida, hereby names Richard E. Berman, Esquire, located at 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309 as its agent to accept service of process within Florida.


DATED: May 22, 2003


Richard E. Berman, Esquire
Incorporator

ACCEPTANCE

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: May 22, 2003


Richard E. Berman, Esquire
Registered Agent

5: Dore Michael's School of Dance ARTICLES, INC

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