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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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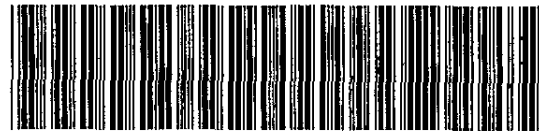
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JUN -1 PM 3:50

TRANSMITTAL LETTER

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

SUBJECT: Domestication of TKO Holdings

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: Feingold & Kam, LLC

Name (printed or typed)

3300 PGA Blvd, Suite 410

Address

Palm Beach Gardens, FL 33410

City, State & Zip

561-630-6727

Daytime Telephone number

CERTIFICATE OF DOMESTICATION

The undersigned, Gary Kurtz, President,
(Name) (Title)

of TKO Holdings Limited a foreign corporation,
(Corporation Name)
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was January 2, 2001.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was State of Delaware.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was TKO Holdings Limited.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is TKO Holdings INC..
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Hamilton, Ontario Canada.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of TKO Holdings Limited
and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done
so this the 20th day of MAY, 2004.

(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

TKO Holdings Inc.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

606 Rennie Street
Hamilton, Ontario Canada L8H 3P5**ARTICLE III PURPOSE**

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

Any lawful act or activity or business for which a corporation may be organized under the laws of the State of Florida

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

50,000,000 shares of common stock - no par value

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Garry Kurtz - President
606 Rennie Street
Hamilton, Ontario Canada L8H 3P5**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

THE NAME AND FLORIDA STREET ADDRESS OF THE REGISTERED AGENT IS:

David J. Feingold, Esq.
3300 PGA Boulevard, Suite 410
Palm Beach Gardens, FL 33410**ARTICLE VII INCORPORATOR**

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Garry Kurtz
606 Rennie Street
Hamilton, Ontario Canada L8H 3P5

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 AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

Signature/Registered Agent_____
Date_____
Signature/Incorporator_____
DateFILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JUN - 1 PM 3:50

5/27/04

MAY 20, 2004