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ARTICLES OF INCORPORATION

OF

ONE 2 ONE SPORTS & ACTIVITIES CORP.

ARTICLE I

The name of the Corporation is:

ONE 2 ONE SPORTS & ACTIVITIES CORP.

ARTICLE II

The corporation may engage in or transact in any or all activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The Corporation is authorized to issue and have outstanding an aggregate number of FIVE HUNDRED (500) shares of one class of common stock, having a par value of ONE (\$1.00) DOLLAR per share.

This consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

The Corporation initial Registered Agent and Principal Office in the STATE OF FLORIDA are:

INITIAL REGISTERED AGENT: OFELIA PELAEZ

3180 NW 92ND STREET

MIAMI, FL 33147

INITIAL PRINCIPAL OFFICE: 3180 NW 92ND STREET

MIAMI, FL 33147

Having been named Initial Registered Agent to accept service of process of the Corporation at the Initial Principal Office designated in these Articles of the Incorporation, I hereby accept such consent to act in this capacity and agree to comply with all the requirements of the Law pertaining thereto.

OFELIA PELAEZ

ARTICLE VI

The number of Directors constituting the Initial Board of Directors of the Corporation is ONE, the number of Directors may be increased or decreased from time to time by the BY LAWS but shall never be less than ONE.

ARTICLE VII

The name and address of the members of the Initial Board of Directors are:

NAME

ADDRESS

OFELIA PELAEZ

3180 NW 92ND STREET

PRESIDENT

MIAMI, FL 33147

OFELIA PELAEZ

ARTICLE VIII

The name and address of the Incorporators executing these Articles of Incorporation are:

NAME

ADDRESS

OFELIA PELAEZ

3180 NW 92ND STREET

MIAMI, FL 33147

OFELIA PELAEZ

ACKNOWLEDGMENT

STATE OF FLORIDA)
COUNTY OF MAIMI-DADE)

Before me a Notary Public authorized to take acknowledgments in the STATE OF FLORIDA and COUNTY OF MIAMI-DADE set forth above personally appeared -----OFELIA PELAEZ------know to me and by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set hereunto my hand and seal affixed in the STATE OF FLORIDA, COUNTY OF MIAMI-DADE, this 30TH day of August, 2004.

Mario Eduardo Mansito NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC 986064 MY COMMISSION EXPIRES JAN 30, 2005