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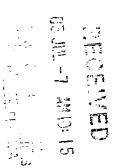
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CR2E031 (R8-85)

Wednesday, July 06, 2005

To whom it may concern,

I (We), NICOLAS GUIZAR, the undersigned, have authorized UNISOURCE FINANCIAL SERVICES CORPORATION to obtain all the necessary papers for our Corporation named: GUIZAR TENNIS ACADEMY, INC. located at 861 Garnet Circle Weston, FL 33326 and to file all necessary forms to obtain the following:

- 1.- To verify the availability of the Corporation Name as stated above.
- 2.- To Prepare the Articles of Incorporation
- 3.- To File the Corporation with the Sate of Florida
- 4.- To Obtain the Official filing Certificate from the State
- 5.- To Purchase a customized Corporate Kit
- 6.- To File Form SS-4 with I.R.S. to obtain the E.I.N.
- 7.- To File Form 2553 to make the corporation as an S-Corp.

I (We) understand that UNISOURCE FINANCIAL SERVICES CORPORATION does not give any guarantee that the Name Selected above will be available until it is filed with the State of Florida.

Micocal 4. Mine 5.
NICOLAS GUIZAR

# ARTICLE OF INCORPORATION OF

## GUIZAR TENNIS ACADEMY, INC.

The undersigned subscribers to these articles of Incorporation, each a natural person competent to contract, herby associate themselves together to form a corporation for profit under the laws of the State of Florida.

#### **ARTICLE I - NAME**

The name of this Corporation is:

#### GUIZAR TENNIS ACADEMY, INC.



#### ARTICLE II – NATURE – PURPOSE OF BUSINESS

The Nature-Business or Purpose of this Corporation shall be to engage in any lawful business or purpose whatever for which corporation may be organized under the Florida Corporation Law of Florida Statutes as made and amended.

#### ARTICLE III – CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stocks, having a par value of One Dollar (\$1.00) per share.

#### ARTICLE IV – INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business is not to be less than one thousand and No/100ths Dollars (\$1,000.00).

#### ARTICLE V - TERM OF EXISTENCE

The corporation is to exist perpetually.

#### ARTICLE VI – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholder's meeting by a majority of the Stockholder's entitled to vote thereon, unless all the Stockholders sign a written amendment of these articles of Incorporation be made.

#### ARTICLE VII - RESIDENT AGENT

The Resident Agent for service of process shall be:

NICOLAS M. GUIZAR 861 GARNET CIRCLE WESTON, FL 33326

#### ARTICLE VIII – ADDRESS

The initial principal place of business of this corporation in the State of Florida is:

861 GARNET CIRCLE WESTON, FL 33326

#### **ARTICLE IX - DIRECTORS**

The corporation shall have not less than One (1) Director initially. The number of Directors may be increased or diminished from time by the by – laws adopted by the stockholders, but shall never be less than One (1). Vacancies in the board of Directors may be filled by a majority vote of the remaining Directors at a meeting so called for that purpose, which newly elected directors shall serve the remaining unexpired term. A majority of Directors, present at any Directors' meeting, shall constitute a quorum.

#### ARTICLE X - INITIAL DIRECTORS

The names and address of the members of the first Board of Directors are:

**NAME** 

**ADDRESS** 

NICOLAS M. GUIZAR

861 GARNET CIRCLE WESTON, FL 33326

#### ARTICLE XI – SUBSCRIBERS

NAME & ADDRESS

SHARES

CONSIDERATION

NICOLAS M. GUIZAR 861 GARNET CIRCLE WESTON, FL 33326 1,000

\$1,000.00

IN WITNESS WHEREOF we have hereunto set our hands and seals and filed the foregoing Articles of Incorporation under the laws of the State of Florida, This 8<sup>TH</sup> day of July, 2005.

NICOLAS M. GUIZAR. President

### OAT OF ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named as the registered Agent / Officer for:

# GUIZAR TENNIS ACADEMY, INC.

At the place described in the attached Article of Incorporation "861 GARNET CIRCLE WESTON, FL 33326" NICOLAS M. GUIZAR by its duly authorized officer, hereby agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the and complete performance of those duties, and further, is familiar with and accepts the duties and obligations in the Section 607.0505 of the Florida Statutes.

Dated This 8<sup>TH</sup> day of July, 2005.

NICOLAS M. GUIZAR

SECRETARY OF STATE