

**Electronic Articles of Incorporation
For**

P06000022303
FILED
February 14, 2006
Sec. Of State
jshivers

PRO BOXING MANAGEMENT USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PRO BOXING MANAGEMENT USA, INC.

Article II

The principal place of business address:

762 SOUTH US 1, SUITE 121
VERO BEACH,, FL. US 32962

The mailing address of the corporation is:

762 SOUTH US 1, SUITE 121
VERO BEACH,, FL. US 32962

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

JAMES H RIDER
762 SOUTH US 1, SUTIE 121
VERO BEACH, FL. 34962

I certify that I am familiar with and accept the responsibilities of registered agent.

P06000022303
FILED
February 14, 2006
Sec. Of State
jshivers

Registered Agent Signature: JAMES H RIDER

Article VI

The name and address of the incorporator is:

JAMES H RIDER
762 SOUTH US 1, SUTIE 121

VERO BEACH, FLORIDA 34962

Incorporator Signature: JAMES H RIDER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D, P
JAMES H RIDER
762 SOUTH US 1, SUITE 121
VERO BEACH, FL. 34962 US

Title: VP
MARY B RIDER
762 SOUTH US 1, SUTIE 121
VERO BEACH, FL. 34962 US