Electronic Articles of Incorporation For

P06000068385 FILED May 15, 2006 Sec. Of State rdunlap

SOUTHPAWS BOXING & FITNESS CORP.

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: SOUTHPAWS BOXING & FITNESS CORP.

Article II

The principal place of business address:

12620-3 BEACH BLVD. SUITE #344 JACKSONVILLE, FL. 322467130

The mailing address of the corporation is:

12620-3 BEACH BLVD. SUITE #344 JACKSONVILLE, FL. 322467130

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:

DOMINIQUE O LATTA 12620-3 BEACH BLVD. SUITE #344 JACKSONVILLE, FL. 32246 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DOMINIQUE O. LATTA

Article VI

The name and address of the incorporator is:

DOMINIQUE O. LATTA 3451 SALAND WAY #302 JACKSONVILLE, FL. 32246

Incorporator Signature: DOMINIQUE O. LATTA

Article VII

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

Title: CEO DOMINIQUE O LATTA 3451 SALAND WAY #302 JACKSONVILLE, FL. 32246 US

Title: COO PHILLIP N SHEFFIELD 4416 MELISSA CT. WEST JACKSONVILLE, FL. 32210 US