

P9500001125

*Michael Szejter
2534 SW 12th Street
Boynton Beach, FL 33426.
407-496-3762*

Wednesday, January 11, 1995

Florida Department Of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Please find enclosed our check in the amount of \$ 122.50 for the formation of Tomodachi Judo Club of Boca Raton, Inc..

Should you have any questions please call or write to the above listed address.

Michael Szejter

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B. REGISTER FEB 9 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF
TOMODACHI JUDO CLUB OF BOCA RATON, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be TOMODACHI JUDO CLUB OF BOCA RATON, INC. The principal place of business of this corporation shall be 2534 SW 12th Street Boynton Beach, Fl 33426.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida of any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$ 1. per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2534 SW 12th Street Boynton Beach, Fl 33426. and the name of the initial registered agent of the corporation at address is 2534 SW 12th Street Boynton Beach, Fl 33426. Michael Szejter is the registered agent.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have four officers and four directors initially. The name and street address of the initial officers and directors who shall hold office for the two years of the corporation, or until their successors are elected or appointed is:

- | | |
|----------------------|---|
| 1. Michael Szejter | President, Director |
| address: | 2534 SW 12th Street Boynton Beach, Fl 33426 |
| 2. Stephen Locke | Vice President, Treasurer & Director |
| 3. Angelo Trento | Vice President, Secretary & Director |
| 4. Patrick J. Shelow | Vice President, Director |

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII. SUBSCRIBER

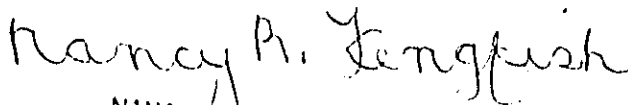
The name and address of the subscriber to these Article of Incorporation is:
Michael Szejter @ 2534 SW 12th Street Boynton Beach, Fl 33426.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on
this 27 day of January, 1995. I hereby accept the responsibilities as
Registered Agent for said corporation.


Michael Szejter

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 27 th day of
January, 1995, by Michael Szejter.



NANCY R. FENGFISH
Notary Public, State of Florida
My Comm. Exp. March 3, 1995
Commission No. CC 087989

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000011125

August 2, 1996

re: Tomodachi Judo Club of Boca Raton, Inc.
2534 SW 12 Street
Boynton Beach, FI 33426

FEIN# 65-0565580

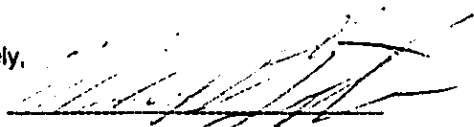
Contact: Michael Szejter President
(407) 496-7000
fax 499-7819

To: Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FI 32314

Dear Sir or Madam,

On August 1, 1996, during a special meeting of the directors and membership of Tomodachi Judo Club of Boca Raton, Inc. a vote was taken to amend its Article of Incorporation. I am enclosing the new amended articles with a check for \$87.50. Please send us an approved certified copy of the amended articles to the address above. If there any questions please contact me, Michael Szejter, President-Tomodachi Judo Club of Boca Raton, Inc. Thank you for your quick response.

Sincerely,


Michael Szejter, President
Tomodachi Judo Club of
Boca Raton, Inc.

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SH 8/30
Amw

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1996

Michael Szejter
2534 SW 12th St.
Boynton Beach, FL 33426

SUBJECT: TOMODACHI JUDO CLUB OF BOCA RATON, INC.
Ref. Number: P95000011125

We have received your document for TOMODACHI JUDO CLUB OF BOCA RATON, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 396A00038481

By a vote at a special meeting of the board and members on August 1, 1996 have agreed to amend the Article of Incorporation of Tomodachi Judo Club of Boca Raton, Inc. to read as

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FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Amended
Article of Incorporation
of
Tomodachi Judo Club of Boca Raton, Inc.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

Article I . Name

The name of the corporation shall be Tomodachi Judo Club of Boca Raton, Inc. The principle place of business shall be 2534 SW 12 Street Boynton Beach, Fl. 33426.

Article II . Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida of any other state, country, territory or nation.

Article III. Capital Stock

This corporation shall not issue stock since said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or any other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the County in which the principle office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IV. Address

The street address of the registered office of the corporation shall be 2534 SW 12 Street Boynton Beach, Fl 33426 and the name of the registered agent of the corporation at address is 2534 SW 12 Street Boynton Beach , Fl 33426, Michael Szejter is the registered agent.

Article V. Term of Existence

This corporation is to exist perpetually.

Article VI. Officers and Directors

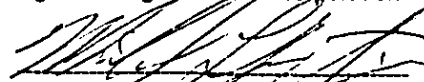
This corporation shall have five officers and five directors . The name and street address of the officers and directors who shall hold office for the two years of the corporation, or until their successors are elected or appointed is:

- | | |
|--------------------|---|
| 1. Michael Szejter | President, Director |
| address: | 2534 SW 12 Street Boynton Beach, Fl 33426 |
| 2. Stephen Locke | Vice-President, Treasurer & Director |
| 3. James DiGeorgia | Vice-President, Secretary & Director |
| 4. Patrick Shelow | Vice-President, Director |
| 5. Aaron Applebaum | Vice-President, Director |

Article VII. Subscriber

The name and address of the subscriber to these Articles of Incorporation is:
Michael Szejter @ 2534 SW 12 Street Boynton Beach, Fl 33426.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 15 day of August, 1996. I hereby accept the responsibilities as Registered Agent for said corporation


Michael Szejter

State of Florida
County of Palm Beach

The foregoing instrument was acknowledged before me this _____ day of August, 1996 by Michael Szejter.