

P95000024855

A. ERNEST CRUZ, MBA, J.D. PA

March 14, 1995

Division of Corporation
PO Box 6327
Tallahassee, FL 32314

REF: LETTER #:895A00010096

Sharon Tala:

Enclosed are Articles of Incorporation for Karazenpo, Inc. for resubmission. Attached is copy of your correspondence.

If your have any questions, feel free to cotact us.

Sincerely,


Michelle Ramirez/AEC
Consultant

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3900 NW 79TH AVENUE
SUITE 737
MIAMI, FL 33166
(305) 591-9448

9825 WEST SAMPLE ROAD
SUITE 207
CORAL SPRINGS, FL 33065
(305) 753-7599

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

A. ERNEST CRUZ, MBA, J.D. PA

TRANSMITTAL LETTER

*Department of State
Division of Corporation
PO Box 6327
Tallahassee Fl 32314*

SUBJECT: AMERICAN KEMPO KARATE INSTITUTES OF FLORIDA, INC
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above referenced entity, and a check in the amount of \$122.50. Please file said document

FROM: A. ERNEST CRUZ, MBA, J.D. PA
3900 NW 79 AVENUE, SUITE 737
MIAMI FL 33166
(305) 591-9448

W95-4981

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(305) 591-9448

9825 WEST SAMPLE ROAD
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CORAL SPRINGS, FL 33065
(305) 753-7599



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 7, 1995

A. ERNEST CRUZ, MBA, J.D., P.A.
3900 NW 79 AVE., STE. 737
MIAMI, FL 33166

SUBJECT: AMERICAN KEMPO KARATE INSTITUTES OF FLORIDA, INC.
Ref. Number: W95000004981

We have received your document for AMERICAN KEMPO KARATE INSTITUTES OF FLORIDA, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 895A00010096

ARTICLES OF INCORPORATION

TO: SECRETARY OF STATE, STATE OF FLORIDA, TALLAHASSEE, FLORIDA

WE, the undersigned natural person of the age of twenty-one or more, acting as incorporator of a corporation under title 607.164, of the LAWS of the State of Florida, adopt the following Articles of Incorporation for such corporation.

1. *The name of the corporation, hereinafter referred to as the Corporation, shall be
Karazenpo, Inc.*
2. *The duration of the Corporation shall be perpetual.*
3. *The object and purpose for which the Corporation is formed is to engage in the business
of a Karate education and training center and any other business permitted by law.*
4. *The aggregate number of shares which the Corporation is initially authorized to issue is
one thousand (1000). There shall be one class of stock with a par value of zero. There
shall be no preferences, qualifications, limitations, restrictions or special rights with
respect to the one class of stock.*

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TALLAHASSEE, FLORIDA
STATE SECRETARY

5. *Shareholder have the pre-emptive right to acquire additional shares of stock.*
6. *Provisions for the regulation of the internal affairs of the Corporation are contained in the By-Laws of the Corporation.*
7. *The Corporation will not commence business until at least one thousand dollars (\$1,000) has been received by it as consideration for the issuance of shares.*
8. *The initial registered office and principal place of the Corporation shall be located at: 924 East Sample Road, Pompano, FL 33064. The initial registered agent is Rafael Perez.*
9. *The following persons shall constitute the initial Board of Directors of the Corporation, and shall serve until the first annual meeting, or until, their successors shall be elected: Rafael Perez, whom resides at 5600 NW 57th Way, Tamarac, FL 33319 and Anthony M. DeLalla, whom resides at 1431 NE 3rd Place, Pompano Beach, FL 33064.*
10. *The incorporators of this corporation are Rafael Perez and Anthony M. DeLalla, whom resides at the address stated in Paragraph 9.*

11. The Articles of Incorporation shall constitute a binding agreement and may be amended by the affirmative vote of majority of the Board of Directors in Office.
12. The registered agent acknowledges that she is familiar with and accepts, the duties and responsibilities of registered agent for this Corporation.

IN WITNESS WHEREOF, We have duly executed and adopted these ARTICLES OF INCORPORATION, on this 28 day of February 1995.

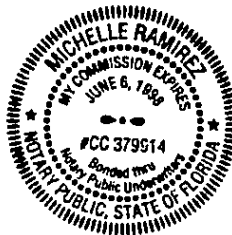

Rafael Perez
Registered Agent/Incorporator/Director


Anthony M. Delalla
Incorporator

SWORN TO AND SUBSCRIBED BEFORE ME, A NOTARY PUBLIC IN AND FOR THE STATE OF FLORIDA, THIS 28 DAY OF February, 1995.


NOTARY PUBLIC

My commission expires:



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95 MAR 28 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA