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ROBERT P. HALZBRE

EFFECTIVE DATE  
6/29/95

RECEIVED  
JUL 1 1995  
TALLAHASSEE, FLORIDA

June 29, 1995

VIA OVERNIGHT MAIL

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

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-07/03/95--01013--005  
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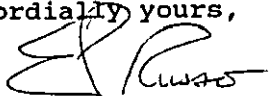
RE: Name of Corporation:  
AMERICAN TIGER KARATE SCHOOL & MARTIAL ARTS CENTER, INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation of American Tiger Karate School & Martial Arts Center, Inc., which we shall appreciate your filing. Also enclosed you will find our check for \$122.50 to cover the filing fee of \$35.00, certified copy of \$52.50, and the registered agent designation of \$35.00.

After the Articles have been filed, we shall appreciate your certifying the enclosed copy and returning it to this office to the attention of the undersigned.

Cordially yours,



Edmund P. Russo

EPR:gf  
Enclosures



ARTICLES OF INCORPORATION  
OF

AMERICAN TIGER KARATE SCHOOL & MARTIAL ARTS CENTER, INC.

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is AMERICAN TIGER KARATE SCHOOL & MARTIAL ARTS CENTER, INC.

ARTICLE II

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business. The principal purpose shall be to teach karate, self defense, and other martial arts disciplines, as well as weight training; to buy, sell and manufacture martial arts equipment for self defense.

ARTICLE IV

STATED CAPITAL

The corporation is authorized to issue 100 shares of common stock of no par value. The shares of stock may be issued for such consideration, having a value of not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or in services actually performed for the corporation. Share may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

EFFECTIVE DATE  
6/29/95

The amount of capital with which the corporation shall begin business shall be no less than \$10,000.00.

#### ARTICLE V

##### BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of and the business and affairs of the corporation shall be managed under the direction of the board of directors.

The corporation shall have four directors initially. The number of directors may thereafter be increased from time to time in accordance with the bylaws of the corporation. The names and addresses of the initial directors are:

CARLOS RUIZ	117 North 61st Terrace Hollywood, FL 33024
ARMANDO COLBOURNE	70 N. E. 212 Street Miami, FL 33179
MARILYN RUIZ	117 North 61st Terrace Hollywood, FL 33024
WINIFRED L. COLBOURNE	70 N. E. 212 Street Miami, FL 33179

#### ARTICLE VI

##### PRINCIPAL OFFICE

The principal office of the corporation shall be:

20348 N. W. 2nd Avenue, Space #20, Miami, FL 33169

#### ARTICLE VII

##### REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are as follows:

CARLOS RUIZ	117 North 61st Terrace Hollywood, FL 33024
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#### ARTICLE VIII

##### NAMES AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is as follows:

CARLOS RUIZ	117 North 61st Terrace Hollywood, FL 33024
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#### ARTICLE IX

##### NAMES AND ADDRESSES OF OFFICERS

CARLOS RUIZ	117 North 61st Terrace Hollywood, FL 33024	President
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ARMANDO COLBOURNE

70 N. E. 212 Street  
Miami, FL 33179

Vice Pres.

MARILYN RUIZ

117 North 61st Terrace  
Hollywood, FL 33024

Secretary

WINIFRED L. COLBOURNE

70 N. E. 212 Street  
Miami, FL 33179

Treasurer

#### ARTICLE X

##### BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the provisions of the Florida Business Corporation Act, Chapter 607 F.S.

#### ARTICLE XI

##### AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

I, the undersigned original subscriber to these Articles of Incorporation do hereby make, subscribe, acknowledge and file these Articles and certify that the facts stated herein are true and correct. I hereby set my hand and seal this <sup>29</sup> day of <sup>June</sup> May, 1995. *C.R.*

*Carlos Ruiz*  
CARLOS RUIZ

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, on this day personally appeared CARLOS RUIZ, the party to the foregoing Article of Incorporation, who produced to me as his identification Florida Driver's License No: 9500-101-576-336-0, which expires on 9-16-2000, and who did take an Oath, and to me acknowledged the said Articles to be his free act and deed, and that the facts stated therein are truly set forth.

WITNESS my hand and official seal at Coral Gables, said County and State last aforesaid, this 29 day of June, 1995.

*Lynda E. Boyner*  
Notary Public

State of Florida

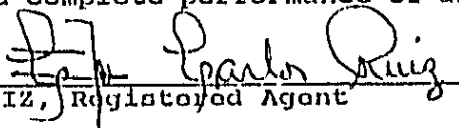
LYNDA E. BOYNER

COMMISSION NUMBER

CC277267

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for AMERICAN TIGER KARATE SCHOOL & MARTIAL ARTS CENTER, INC., at 117 North 61st Terrace, Hollywood, FL 33024, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all my duties.

  
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CARLOS RUIZ, Registered Agent