

01/24/96

CLARK, THOMAS M.

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1/23/96

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
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STATE OF FLORIDA  
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TALLAHASSEE, FL 32399  
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FROM: THOMAS M. CLARK, P.A.  
2400 E COMMERCIAL BLVD  
SUITE 820  
FT. LAUDERDALE FL 33308

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((H96000001122))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: OKINAWAN KARATE, INC.

FAX AUDIT NUMBER: H96000001122

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/23/1996

TIME REQUESTED: 17:03:00

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$131.25

ACCOUNT NUMBER: 072100000445

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*1-23-96*  
*[Signature]*

DIVISION OF CORPORATIONS

55 JAN 24 AM 10:13

RECEIVED

FAX AUDIT NO. H98000001122

ARTICLES OF INCORPORATION  
OF

OKINAWAN KARATE, INC.

ARTICLE I - NAME

The name of this corporation is OKINAWAN KARATE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or 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 prorata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 2717 N. Dixie Highway, Wilton Manors, Florida 33334 and the name of the initial registered agent of this corporation is Thomas M. Clark, Esq. at 2400 E. Commercial Blvd. #820, Ft. Lauderdale, FL 33308

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director(s) initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name(s) and address(es) of the initial Director(s) of this corporation is/are:

Richard Philip Lippner  
2717 N. Dixie Highway  
Wilton Manors, Fl 33334

Prepared By:  
Thomas M. Clark, Esq.  
Thomas M. Clark, P.A.  
2400 E. Commercial Blvd. #820  
Ft. Lauderdale, FL 33308  
(305) 776-3800  
Florida Bar No. 141497  
Fax Audit No. H98000001122

RECORDED  
FEB 24 11:00:50  
TALLAHASSEE, FLORIDA

FAX AUDIT NO. H96000001122

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

THOMAS M. CLARK, ESQ.  
2400 E. Commercial Blvd. #820  
Ft. Lauderdale, Florida 33308

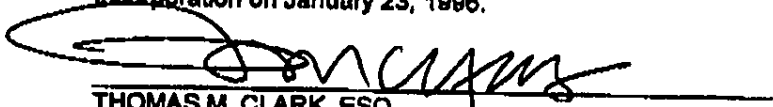
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed this Articles of Incorporation on January 23, 1996.

  
THOMAS M. CLARK, ESQ.

STATE OF FLORIDA

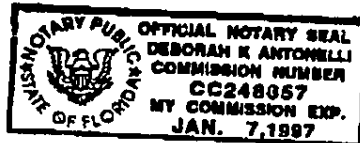
COUNTY OF BROWARD

BEFORE ME personally appeared THOMAS M. CLARK, ESQ, to me well known and known to me to be the person described in and who executed the foregoing Instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 23 day of January, 1996

Deborah K. Antonelli  
NOTARY PUBLIC

My commission Expires:  
Prepared By:  
Thomas M. Clark, Esq.  
Thomas M. Clark, P.A.  
2400 E. Commercial Blvd. #820  
Ft. Lauderdale, FL 33308  
(305) 776-3800  
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SECRET  
ALL INFORMATION CONTAINED  
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DATE 01-24-96 BY 500

(SEAL)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT OKINAWAN KARATE, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FT. LAUDERDALE, STATE OF FLORIDA, HAS NAMED THOMAS M. CLARK, ESQ., AT 2400 E. COMMERCIAL BLVD. #820, FT. LAUDERDALE, FLORIDA 33308 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 

TITLE THOMAS M. CLARK, ESQ.  
INCORPORATOR

DATE: JANUARY 23, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER ACCEPT TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:   
(REGISTERED AGENT)

DATE: JANUARY 23, 1996.

Prepared By:  
Thomas M. Clark, Esq.  
Thomas M. Clark, P.A.  
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