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(((H96000006093))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FLORIDA KEYS TAEKWONDO, INC.

FAX AUDIT NUMBER: H96000006093

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/30/1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CC: [unclear] 04/30/96

(4)

ARTICLES OF INCORPORATION
OF
FLORIDA KEYS TAEKWONDO, INC.

ARTICLE I-NAME

The name of this Corporation is Florida Keys Taekwondo, Inc.

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is Carlos J. Arboleya Jr., Esquire, 2100 Ponce de Leon Blvd., Suite 1100, Coral Gables, Florida 33134.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and address(es) of the initial Directors are:

NAME

ADDRESS

James Ingano

36 South Blackwater Lane
Key Largo, Florida 33037

ARTICLE VII-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDemnIFICATION

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

Prepared By: CARLOS Arboleya, JR.
FBN. 293598
2100 Ponce de Leon Blvd. #1100
Coral Gables, FL 33134
305-446-0076

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ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her 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 X-PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation is 36 South Blackwater Lane, Key Largo, Florida 33037.

ARTICLE XI-INCORPORATOR

The person signing these articles is James Ingeno, 36 South Blackwater Lane, Key Largo, Florida 33037.

ARTICLE XII-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 30 day of April, 1996.

State of Florida
County of Dade

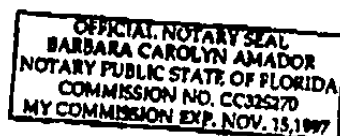

James Ingeno

The foregoing instrument was acknowledged before me this 29 day of April, 1996, by James Ingeno, who is personally known to me or who has produced _____ as identification and who did/did not take an oath, and who, as Incorporator(s), executed the foregoing Articles of Incorporation of Florida Keys Taekwondo, Inc., and acknowledged before me that he executed those Articles of Incorporation.


NOTARY PUBLIC, STATE OF
FLORIDA.

Name: Barbara C. Amador

My Commission Expires:



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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

FLORIDA KEYS TAEKWONDO, INC.

In pursuance of Chapter 607.34 Florida Statutes, the
following is submitted, in compliance with said Act:

First-That Florida Keys Taekwondo, Inc., desiring to
organize under the laws of the State of Florida, with its
principal office as indicated in the articles of incorporation
at City of Key Largo, County of Monroe, State of Florida, has
named CARLOS J. ARBOLEYA JR., located at 2100 Ponce de Leon
Blvd., Suite 1100, City of Coral Gables, County of Dade, State
of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

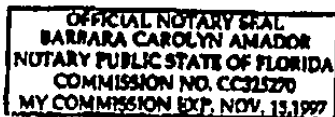
By: 

Signature of
Registered Agent

State of Florida)

County of Dade)

The foregoing instrument was acknowledged before me
this 30 day of April, 1996, by Carlos J. Arboleya Jr., who is
personally known to me or who has produced _____
as identification and who did/did not take an oath.




NOTARY PUBLIC, STATE OF
FLORIDA.

Name: BARBARA C. AMADOR

My Commission Expires:

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