

097000019024

MESSINA'S ACCOUNTING SERVICES, INC.
200 S. WASHINGTON BLVD., SUITE #10
SARASOTA, FLORIDA 34236
(941) 955-3811

December 2, 1996

Corporate Records Bureau
Divisions of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: TAI-CHI SCHOOL OF SARASOTA, INC.

300003055518--8

Gentlemen:

-01/13/97--01044--017
***122.50 ***122.50

Enclosed herewith please find two (2) originals of Articles of Incorporation for the above corporation. Also enclosed is our check, in the amount of \$122.50, to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
TOTAL FEES	\$ 122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

Jay Dworken
& Messina's Accounting Services, Inc.
200 S. Washington Blvd., Suite #10
Sarasota, FL 34236

1-17-97
B32



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 17, 1997

JAY DWORKEN
200 SO WASHINGTON BLVD. STE 10
SARASOTA, FL 34236

SUBJECT: TAI-CHI SCHOOL OF SARASOTA, INC.
Ref. Number: W97000001332

We have received your document for TAI-CHI SCHOOL OF SARASOTA, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 997A00002644

ARTICLES OF INCORPORATION

OF

TAI-CHI SCHOOL OF SARASOTA, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be TAI-CHI SCHOOL OF SARASOTA, INC. The principal place of business of this corporation shall be: 535 So. Washington Blvd., Sarasota, Florida 34236.

ARTICLE II - PURPOSE(S)

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each having a par value of One Dollar (\$1.00).

ARTICLE IV - EXISTENCE

~~The effective date of this corporation shall be December 1, 1996.~~ and this corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

NAME
Jay Dworken

ADDRESS
1810 Shelburne Lane
Sarasota, FL 34231

97 FEB 28 PM 3 28
SECY. OF STATE
TALLAHASSEE, FLORIDA
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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 535 So. Washington Blvd., Sarasota, Florida 34236 and the name of the initial registered agent of this corporation at that address is Jay Dworken.

ARTICLES VII - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) of these articles of Incorporation is(are): Jay Dworken, 1810 Shelburne Lane, Sarasota, Florida 34236.

ARTICLE VIII - BY-LAWS

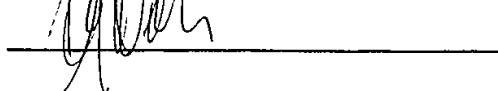
The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 12th day of December 1996.

Signature(s) of Incorporator(s)



STATE OF FLORIDA
COUNTY OF Sarasota

THE FOREGOING instrument was acknowledged and sworn to before me this
13th day of December, 1996, by Jay Dworken
Jay Dworken

of TAI-CHI SCHOOL OF SARASOTA, INC.

Vincent Messina
Notary Public

My Commission Expires: _____

(SEAL)



VINCENT MESSINA
COMMISSION # CC 478170
EXPIRES JUL 24, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

97 FEB 28 PM 3:21
SECOND FLOOR
TALLAHASSEE, FLA.

FILED

CONSENT OF RESIDENT AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept ^{the} ~~the~~ said designation.

Jay Dworken