P9700019269 TRANSMITTAL LETTER

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

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 \$78.75 \$122.50 \$131.25 \$9

Filing Fee & Certificate & Certified Copy & Certif

ARTICLES OF INCORPORATION OF BRAZILIAN ASSOCIATION SOCCER CLINIC, CORP.

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I, Name
The name of the corporation shall be:
Brazilian Association Soccer Clinic, Corp.

Article II, Mailing Address
The mailing address of this corporation shall be:
11736 Reedy Creek Dr. # 302 - Orlando, Fl., 32836.

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address
The name and address of the initial registered agent is:
Angela Kazue Umeda
11736 Reedy Creek Dr. # 302 - Orlando, Fl., 32836.

Article V, Incorporator.

The name and address of the Incorporator to these Articles of Incorporation is:

Angela Kazue Umeda Address 11736 Reedy Creek Dr. # 302 - Orlando, Fl.., 32836.

Continuation, Page 2

Article Vi, Purpose.

The purpose of this corporation shall be to promote and train sports and all related activities thereof, with major focus in soccer technics for both male and female, as well as to be the representative of other companies if so is desired. This Corporation will trade with international and national clubs, corporations and individuals alike, always respecting the regulations existing in those areas. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Angela Kazue Umeda - President, Treasurer and Director Jair Pacheco, Jr. - Vice-President, Secretary and Director

Postal address at: 11736 Reedy Creek Dr. # 302 - Orlando, Fi., 32836.

Continuation, Page 3

Affidavit

State of Florida, Orange County.

Before me this day personally appeared Angela Kazue Umeda, who being duly sworn, deposed and said that she is the Incorporator of Brazilian Association Soccer Clinic, Corp. and is hereby duly authorized, responsible and apt to Incorporate according to the Statutes of the State of Florida.

Angela Kazue Umeda

Sworn to and subscribed before me this February 06, 1997.

Donald Sutton Notary Public

DONALD A. SUTTON
Notary Public, State of Florida
My Comm. Expires May 31, 1998
No. CC 376691
Bonded Thru Officul Notary Bernice

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is: BRAZILIA	N Assoc	IATION	
	Soccer	CLINIC,	CORP.	

2. The name and address of the registered agent and office is:

ANGELI	a KAZ	UE U	MEDA	1		
(Name)						
11736	Reedy	Creek	Dr.	# 302		
(P.O. Box <u>not</u> acceptable)						
ORLANDO, FL 32836						
(City/State/Zip)						

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

STATE OF FLORIDA

COUNTY OF DRANGE

The foregoing instrument was acknowledged before me this 23 day of EEO, 1997, by A KAZUE UM ED

Personally Known VOR Produced Identification____

Type of Identification Produced ___

DONALD A. SUTTON Notary Public, State of Florida My Comm. Expires May 31, 1998. No. CC 376691 Bonded Thru Official Natury Berntee