

P97000036312

Bonnie Y. Ma, P.A.

2530 N. Powerline Road, Suite 401

Pompano Beach, FL 33069

March 26, 1997

Corporate Records Bureau

Department of State

P.O. Box 6327

Tallahassee, FL 32314-6327

200002141632--4
-04/14/97--01019--015
****122.50 ****122.50

Dear Sir:

Enclosed is a check in the amount of \$122.50 and two copies of a charter in connection with the incorporation of **Ninja of Pembroke Pines, Inc.** in the State of Florida. The amount of the check is broken down as follows:

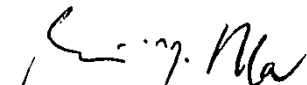
Filing fee	\$ 72.50
Resident agent designation	30.00
Fee for obtaining a certified copy of the charter	20.00

	<u>\$ 122.50</u>

FILED
97 APR 21 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The second copy is for you to certify the charter and please return it to me.

Sincerely yours,
Bonnie Y. Ma, P.A.



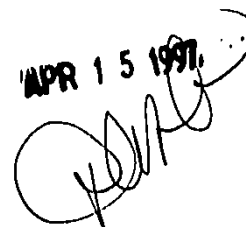
Bonnie Y. Ma

BYM/sm

Enclosures

APR 23 1997

APR 15 1997





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 15, 1997

BONNIE Y. MA, P.A.
2530 N. POWERLINE ROAD
SUITE 401
POMPANO BEACH, FL 33069

SUBJECT: NINJA OF PEMBROKE PINES, INC.
Ref. Number: W97000008752

We have received your document for NINJA OF PEMBROKE PINES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 197A00019006

**ARTICLES OF INCORPORATION
OF
Ninja of Pembroke Pines, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned natural person(s), competent to contract, acting as incorporator of corporation under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be:
Ninja of Pembroke Pines, Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

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

ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 500 shares of common stock of the par value of One Dollar (\$1.00) per share, which shall be issued for such consideration as may be fixed by the Board of Directors of the corporation.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

CORPORATE EXISTENCE

The corporation is to have perpetual existence.

ARTICLE VI

PRINCIPAL OFFICE

The street address of the principal office of the corporation in the State of Florida is:

2552 University Drive
Coral Springs, FL 33065

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of the corporation shall be set from time to time by the By-Laws, but shall be at least one (1).

ARTICLE VIII

FIRST BOARD OF DIRECTORS

The names and street addresses of the members of the first board of directors of the corporation are as follow:

Johnny Tseeng
2552 University Dr.
Coral Springs, FL 33065

Sue Tseeng
2552 University Dr.
Coral Springs, FL 33065

ARTICLE IX

SUBSCRIBERS

The names and street addresses of the subscribers of these Articles of Incorporation is:

Sue Tseeng
2552 University DR.
Coral Springs, FL 33065

ARTICLE X
INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the corporation to procure a judgement in its favor) by reason of the fact that he, or his testator or intestate, is or was a director,

officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the corporation.

ARTICLE XI
SPECIAL PROVISIONS

(a) No holder of stock of the corporation of any class shall have any preferential, preemptive or other right to subscribe for or to purchase from the corporation any stock of the corporation of any class whether or not now authorized, to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities, which the corporation may at any time corporation of any class.

(b) No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association of corporation in which he may be in anywise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation without regard to the fact that he is also director of such subsidiary or controlled corporation.

(c) The Board of Directors, in addition to choosing the President, Secretary and Treasurer of the corporation, may choose one or more Vice Presidents, an Assistant Secretary, and Assistant Treasurer and such other officers as the Board

shall deem advisable, and such officers shall serve for such terms and have such duties as may be determined by the Board of Directors.

(d) The stockholders may, in their discretion choose a Chairman of the Board of Directors at the annual meeting of the stockholders of the corporation; or if the annual meeting of the stockholders is not held, at any meeting of the stockholders thereafter called pursuant to the By-Laws of the corporation.

ARTICLE XII
RESIDENT AGENT

The resident agent to accept service of process within this state shall be

Sue Tseeng
2554 University DR.
Coral Springs, FL 33065

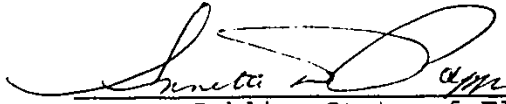
IN WITNESS WHEREOF, I do make and subscribe these Articles of Incorporation the 10 day of Apr., 1997.



STATE OF Florida)
) SS
COUNTY of Dade)

I hereby certify that on this day before me, an office duly authorized in the state aforesaid to take acknowledgements, personally appeared **Sue Tseeng** to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the county and state
last aforesaid the 10 day of April, 1997.


Notary Public, State of Florida
at Large



ANNETTE D PAPPAS
My Commission CC436839
Expires Mar. 18, 1999
Bonded by NFNU
800-334-6368

ACKNOWLEDGEMENT BY RESIDENT AGENT

Having been named to accept service of process for the above
state 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: 
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA