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FILED
97 AUG - 1 PM 1:49
TALLAHASSEE, FLORIDA

JULY 26, 1997

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FLORIDA.. 32314

800002250078--6
-03/01/97--01070-013
***122.50 ***122.50

RE: ANDY SILVA'S BLACK BELT ACADEMY, INC.

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE ARTICLES
OF INCORPORATION, TOGETHER WITH MY CHECK IN THE AMOUNT OF
\$122.50/XX.

THIS REPRESENTS THE COST OF FILING FEES, CERTIFIED COPY OF
ARTICLES OF INCORPORATION AND FEE FOR REGISTERED AGENT
DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS,



JAMES F. SILVA, JR.

ANDY SILVA'S BLACK BELT ACADEMY, INC.

JAMES F. SILVA, JR. GAVE
AUTHORIZATION BY PHONE TO
CORRECT R.A.
DATE 8-5-97
DOC. EXAM JN

(305) 558-1252

JN 8-5-97

ARTICLES OF INCORPORATION

of

ANDY SILVA'S BLACK BELT ACADEMY, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ANDY SILVA'S BLACK BELT ACADEMY, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS			
7602 NW 186 Street			
CITY	Miami	FLORIDA	ZIP 33015

Mailing address, if different

STREET ADDRESS 6800 NW 169 STREET			
CITY	MIAMI LAKES	FLORIDA FL	ZIP 33015

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	JAMES F. SILVA, JR.		
ADDRESS	7602 NW 186 STREET		
CITY	MIAMI	FLORIDA	ZIP 33015

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 (one) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

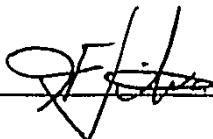
NAME	JAMES F. SILVA, JR.		
ADDRESS	6800 NW 169th STREET		
CITY	MIAMI	STATE	FLORIDA
ZIP	33015		
NAME			
ADDRESS			
CITY		STATE	
ZIP			
NAME			
ADDRESS			
CITY		STATE	
ZIP			

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JAMES F. SILVA, JR.		
ADDRESS	6800 NW 169th STREET		
CITY	MIAMI	STATE	FLORIDA
ZIP	33015		
NAME			
ADDRESS			
CITY		STATE	
ZIP			
NAME			
ADDRESS			
CITY		STATE	
ZIP			

The undersigned incorporator(s) have executed these Articles of Incorporation this 26TH day of JULY, 19 97.

 (Signature)

____ (Signature)

____ (Signature)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ANDY SILVA'S BLACK BELT ACADEMY, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

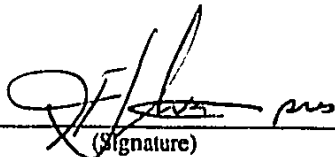
at 7602 NW 186 STREET

MIAMI, FLORIDA 33015

has named JAMES F. SILVA, JR.

located at the aforesaid address, as its registered agent to accept service of process within this state.

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)

7-26-97
(Date)