



THE UNITED STATES
CORPORATION
COMPANY

P97000100734

ACCOUNT NO. : 072100000032

REFERENCE : 470465 81806A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pujols

ORDER DATE : July 22, 1997

ORDER TIME : 11:35 AM

ORDER NO. : 470465-005

CUSTOMER NO: 81806A

200002244032--3

CUSTOMER: Ms. Janenne R. Harger
DAVID FRIEDMAN, P.A.

Suite A201
2699 Stirling Road
Ft. Lauderdale, FL 33312

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 26 PM 3:18

DOMESTIC FILING

NAME: MJB KARATE CORP.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

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97 JUL 22 PM 1:20
DIVISION OF CORPORATIONS

67-2697
00524
JUL 22 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 22, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: MJB KARATE CORP.
Ref. Number: W97000016890

RESUBMIT

Please give original
submission date as file date.

We have received your document for MJB KARATE CORP. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

THE REGISTERED AGENT LISTED IN YOUR DOCUMENT MUST BE THE SAME.,

Please return the original and one copy of 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 (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 697A00037171

*Finally have the registered agent
correct.
Thanks*

RECEIVED
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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

MJB KARATE CORP.

ARTICLE I - NAME

The name of this corporation is MJB KARATE CORP.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.50 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and the initial registered office is 1858 Knobb Hill Road, Plantation, FL 33322 and the name of the initial registered agent of this corporation at that address is JAMES MARCELLINO.

FILED
STATE
DIVISION OF CORPORATIONS
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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) Directors constituting of the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the ByLaws. The name and address of the initial Board of Directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
JAMES MARCELLINO	1858 Nobb Hill Road Plantation, FL 33322
BRUCE BOROS	1858 Nobb Hill Road Plantation, FL 33322

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
JAMES MARCELLINO	1858 Nobb Hill Road Plantation, FL 33322

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the share holders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of May, 1997.


Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JAMES MARCELLINO, ~~who is personally known to me~~ and/or presented _____ as identification and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30th day of April, 1997.


Notary Public
State of Florida at Large

My commission expires:



JANENNE R. HARGER
MY COMMISSION # CC420954 EXPIRES
November 15, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT MJB KARATE CORP. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF PLANTATION, STATE OF FLORIDA, HAS NAMED JAMES MARCELLINO LOCATED AT 1858 KNOBB HILL ROAD, OF CITY OF PLANTATION, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

TITLE

DATE

[Signature]

President

5-30-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY PERFORMANCE OF MY DUTIES.

SIGNATURE

[Signature]
Resident Agent

DATE

5-30-97

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SECRETARY OF STATE
DIVISION OF CORPORATIONS