

P99000019287

Mr. Gino Profera
4741 N.W. 103 Avenue
Sunrise, Florida 33351

February 23, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Re: Dragon's Den Martial Arts Center, Inc.

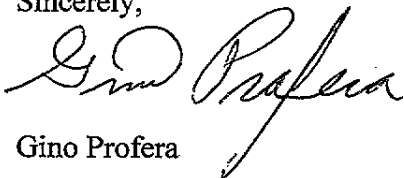
Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$78.75 to cover the cost of filing the enclosed. Please return a certified copy of the filed Articles to me in the envelope provided.

If you require additional information, please do not hesitate to contact me.

Thank you.

Sincerely,


Gino Profera

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DRAGON'S DEN MARTIAL ARTS CENTER, INC.

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE 1 - NAME

The name of this corporation is Dragon's Den Martial Arts Center, Inc., and its principal office address is: 4741 N.W. 103 Avenue, Sunrise, Florida 33351.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida. The company shall be allowed to be used as a martial arts training facility and workout gym.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all members.

ARTICLE V - INCORPORATION

The name and address of the initial incorporator and subscriber hereto is as follows:

Gino Profera
4741 N.W. 103 Avenue
Sunrise, Florida 33351

ARTICLE VI - BOARD OF DIRECTORS

There shall be at least one (1) member of the Board of Directors of the corporation. The name(s) and address(es) of the party(ies) who is/which are to serve as director(s) until the next election

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MIAMI, FLORIDA

are as follows:

Gino Profera, 4741 N.W. 103 Avenue, Sunrise, Florida 33351
Raul Pena, 4741 N.W. 103 Avenue, Sunrise, Florida 33351

The Board of Directors shall serve for a term of one (1) year, and shall be responsible for electing the officers of the corporation. The officers of the corporation shall consist of a President and a Secretary, and such other offices as the Board of Directors may from time to time determine is appropriate in order to carry out the activities of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

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

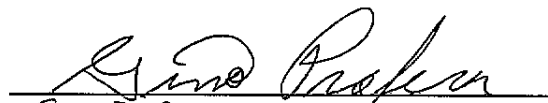
Gino Profera
4741 N.W. 103 Avenue
Sunrise, Florida 33351

ARTICLE VIII - OFFICERS

The duties of the officers of the corporation shall be fixed in the By-Laws. Officers shall be elected annually. Officers of the corporation until the next election are as follows:

Gino Profera, President
Raul Pena, Vice President
Josephine Profera, Treasurer/Secretary

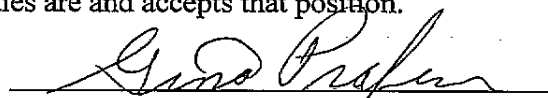
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of February, 1999.



Gino Profera, Incorporator

REGISTERED AGENT

The undersigned, Gino Profera, as Registered Agent of Dragon's Den Martial Arts Center, Inc., understands what the Registered Agent's duties are and accepts that position.



Gino Profera, Registered Agent

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TALLAHASSEE, FLORIDA