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April 7, 1999

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

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

EFFECTIVE DATE
4-15-99

FILED
99 APR 12 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation of After School Karate Program, Inc.

Ladies or Gentlemen:

Enclosed please find the Articles of Incorporation for After School Karate Program, Inc. I would like the effective date of the corporation to be April 15, 1999. Enclosed you will also find a check in the amount of \$78.75 for the filing fee and acknowledgment.

Thank you for your assistance in this matter.

Sincerely,

Penelope Bogdanos

Penelope Bogdanos

27958 US Hwy 19 N.
Clearwater, FL 33761

SHARON

APR 14 1999

**ARTICLES OF INCORPORATION
OF
AFTER SCHOOL KARATE PROGRAM, INC.**

FILED
99 APR 12 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida

EFFECTIVE DATE
4-15-99

ARTICLE I – NAME

The name of this corporation is AFTER SCHOOL KARATE PROGRAM, INC.

ARTICLE II – PURPOSE

The purpose of this corporation shall be to engage in any lawful business or purpose whatever for which corporation may be organized under the Florida Corporation Law of the Florida Statutes as made and amended.

ARTICLE III – EFFECTIVE DATE

The effective date of this corporation will be April 15, 1999.

ARTICLE IV – CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is Three Hundred (300) shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE V – INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not to be less than Three Hundred and No/100ths Dollars (\$300.00).

ARTICLE VI – TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII – ADDRESS

The initial principal place of business of this corporation in the State of Florida is 27958 U. S. Hwy 19 N., Clearwater, Florida 33761, and have post office address of the same.

ARTICLE VIII – DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set for in these Articles of Incorporation. The corporation shall be one Director, initially. The name and address of the initial members of the Board of Directors are:

Penelope Bogdanos
Director

27958 U. S. Hwy 19 N.
Clearwater, FL 33761

ARTICLE IX – OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Penelope Bogdanos
President / Secretary

27958 U. S. Hwy 19 N.
Clearwater, FL 33761

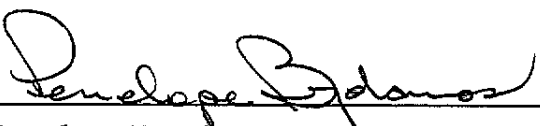
ARTICLE X – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the Stockholders entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - REGISTERED AGENT

The Registered Agent for service of process shall be Penelope Bogdanos, whose address is 27958 U. S. Hwy 19 N., Clearwater, FL 33761.

IN WITNESS WHEREOF we have hereunto set our hands and seals and filed the forgoing Articles of Incorporation under the Laws of the State of Florida, this 8th day of April, 1999.

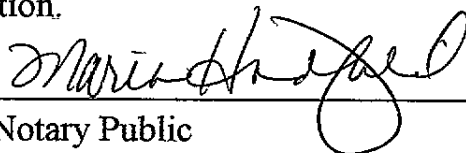

Penelope Bogdanos

I hereby accept the designation for Registered Agent.


Penelope Bogdanos

State of Florida
County of Pasco

Personally appeared before me this 8th day of April, 1999, Penelope Bogdanos, who is personally known to me or who has produced _____ as identification.


Notary Public
State of Florida

Seal



FILED
99 APR 12 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA