

P99000044216

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Black Star's Karate, Inc.

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

- ✓ Art of Inc. File Cert
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ✓ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Retrieval
- \_\_\_ Courier

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1999 MAY 14 PM 2:15

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

MAY 14 1999

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BLACKSTARR'S KARATE, INC.**

**ARTICLE I.**

**NAME**

The name of the Corporation is: BLACKSTARR'S KARATE, INC.

**ARTICLE II.**

**DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III.**

**PURPOSE**

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

**ARTICLE IV.**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 738 Riverside Drive,  
Coral Springs, Florida 33071.

## ARTICLE V.

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 738 Riverside Drive, Coral Springs, Florida, 33071, and the name of the initial registered agent of this Corporation at that address is Richard Herzfeld.

## ARTICLE VI.

### BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially.

The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial director is:

Richard Herzfeld  
738 Riverside Drive  
Coral Springs, Florida 33071

Kaiser B. Blackstar  
738 Riverside Drive  
Coral Springs, Florida 33071

## ARTICLE VII.

### CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Richard Herzfeld  
738 Riverside Drive  
Coral Springs, Florida 33071

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

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

ARTICLE XIII.

AMENDMENT

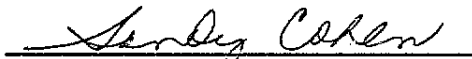
This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13 day of May, 1999.

  
RICHARD HERZFELD

STATE OF FLORIDA  
COUNTY OF PALM BEACH

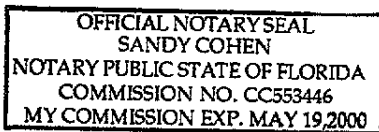
The foregoing Articles of Incorporation were acknowledged before me this 13 day of May, 1999, by RICHARD HERZFELD. He is personally known to me, or \_\_\_\_\_ produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC, State of Florida

[SEAL]

SANDY COHEN  
Printed Name of Notary/Serial Number

My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT**

The undersigned being named as Registered Agent to accept service of process of BLACKSTARR'S KARATE, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date: May 13, 1999

  
Richard Herzfeld