

11731 NW 22 Street
Pembroke Pines, Florida 33026
(954) 438-8066
Facsimile: (954) 450-4807

JKF Goju Kai Florida, Inc.

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

August 6, 1999

Florida Department of State
Divisions of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Sir or Madam:

Enclosed is our check in the amount of \$78.75 and our Articles of Incorporation.
This is a new corporation we are establishing.

Sincerely,

Joy R. Venero

Joy R. Venero
President

FILED
99 AUG -9 AM 8:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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8-13-99
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FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**Articles of Incorporation
of
JKF Goju Kai Florida, Inc.**

The undersigned incorporators hereby form this corporation under the laws of the State of Florida.

Article I: Name

The name of this corporation is: JKF Goju Kai Florida, Inc.

Article II: Purpose

The corporation is organized to engage in all business permitted under the laws of the State of Florida.

Article III: Number of Shares

The maximum number of shares of stock which this Corporation is authorized to issue is One Hundred (100) shares of One Dollar (\$1.00) par value, Common Stock. Said shares of stocks may be issued only for the consideration of having fair value as may be determined by the Board of Directors.

Article IV: Term of Existence

This Corporation is to exist perpetually from the date these articles are filed with the Department of State, subject to the laws of the State of Florida.

Article V: Registered Agent and Office:

The initial registered Agent and street address of the registered office of the Corporation shall be: Gilbert S. Venero, 11731 NW 22 Street, Pembroke Pines, FL 33026.

Article VI: Directors

This Corporation shall have two (2) Directors, initially. The number of Directors, may be changed from time to time in accordance with the By-laws adopted by the Directors, but the number shall never be less than two (2). The name and street address of the initial Directors of the Corporation are:

Gilbert S. Venero	11731 NW 22 Street, Pembroke Pines, Florida	33026
Joy R. Venero	11731 NW 22 Street, Pembroke Pines, Florida	33026

Article VII: Incorporator

The name and street address of the Incorporator is: Gilbert S. Venero, 11731 NW 22 Street, Pembroke Pines, Florida 33026.

Article VIII: Pre-Emptive Rights

Every Shareholder upon the sale for cash of any new stock of this Corporation of any same kind, class or series, as which he/she already holds, shall have the right to purchase his/her prorata share thereof (as many, without issuance of fractional shares) at the price at which it is offered to others.

Article IX: Cumulative Voting

At each election for Director, cumulative voting by shareholder as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.

Article X: Owners/Officer of the Corporation and Shares owned

The Owners/Officers of the Corporation are as follows:

President:	Joy R. Venero	50 Shares
Vice President/Secretary:	Gilbert S. Venero	50 Shares

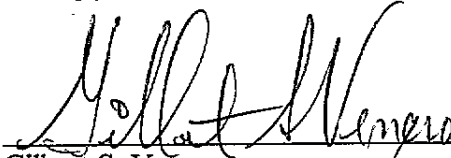
Article XI: Principal Office

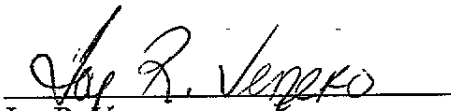
The principal office of JKF Goju Kai Florida, Inc. is located at: 11731 NW 22 Street, Pembroke Pines, Florida 33026.

Article XII: 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 the Stockholders meeting by at least a majority of the stocks entitled to vote; unless all of the Directors and the majority of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hand this 6 day of August, 1999.

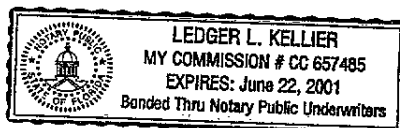

Gilbert S. Venero


Joy R. Venero

State of Florida)
) SS
County of Miami Dade)

I hereby Certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Gilbert S. Venero and Joy R. Venero, who are both personally known to me to be the persons described herein, and who executed the foregoing instrument, and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 6 day of August, 1999.

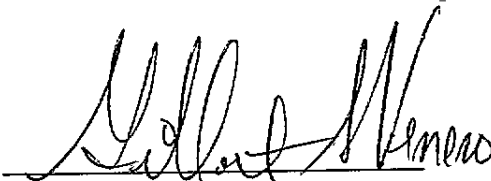



Notary Public State of Florida

JKF Goju Kai Florida, Inc.
Articles of Incorporation

Acceptance by Registered Agent:

Having been named to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept this appointment and agree to comply with the provisions of Chapter 648.091, Florida Statutes, relative to keeping open said office.



Gilbert S. Venero,
Registered Agent

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99 AUG -9 AM 8:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA