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**GINA H. STOEHR**  
Independent Paralegal  
129 Cherry Laurel Drive  
Orlando, FL 32835  
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FILED  
99 AUG 31 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 30, 1999

By Federal Express  
Division of Corporation  
Attn: New Filings  
409 East Gaines Street  
Tallahassee, FL 32399

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-08/31/99--01056--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Articles of Incorporation  
Chad Love's Martial Arts Center, Inc.

Dear Sir/Madam:

Enclosed please find the following items regarding the above-referenced matter:

1. Original and one copy of the Articles of Incorporation
2. My business check in the amount of \$78.75 to cover the filing fee and certified copy fee
3. A pre-paid Federal Express envelope.

Upon receipt, please proceed to file these Articles of Incorporation. Once filed, please return the certified copy via overnight mail to the address indicated on the shipper. If you should have any questions, please feel free to contact me at the telephone number above or fax me at that same number.

Thank you for your attention in this regard.

Very truly yours,

*Gina H. Stoehr*  
Gina H. Stoehr  
Independent Paralegal

Enclosures

*Gina Stoehr* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Art. F*  
DATE *9/1/99*  
DOC. EXAM *Douglas Brown*

D. BROWN SEP - 7 1999

**ARTICLES OF INCORPORATION  
OF**

**CHAD LOVE'S MARTIAL ARTS CENTER, INC.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator (being the sole incorporator of the above-named corporation) hereby make, subscribe to, acknowledge, and file these Articles of Incorporation for the purpose of organizing and incorporating a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

**ARTICLE I**

The name of this corporation [hereinafter referred to as "Corporation"] shall be  
CHAD LOVE'S MARTIAL ARTS CENTER, INC. 732 West Montrose Street  
Clermont, Florida 34711

**ARTICLE II**

This Corporation shall have perpetual existence commencing on the date of filing these Articles.

**ARTICLE III**

The general nature of the business to be transacted by this Corporation shall be:

A. To engage in every phase and aspect of the business of rendering martial arts services to the public.

B. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this Corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objects of this Corporation.

#### ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is 100 shares. These shall consist of one class only, and that class shall be known as "common shares" of the Corporation. Each share shall have a par value of \$1.00 per share.

#### ARTICLE V

When a new issue of shares of the Corporation is offered by it for sale in which the consideration to be paid for such issue is to be paid in cash, each existing shareholder shall have the preemptive right to purchase his pro rata number of shares, or fraction thereof, at the price at which such newly issued shares are offered to sale to other persons.

#### ARTICLE VI

The initial street address of the registered office of this Corporation in the State of Florida shall be 732 West Montrose Street, Clermont, Lake County, Florida. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Chad Love. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE VII

A) The number of directors who shall constitute the initial board of directors of the Corporation shall be three. The name and street address of each person who is to serve as a member of the initial board of directors of the Corporation shall be:

<u>Name of Director</u>	<u>Street Address</u>
Kristy Love	732 West Montrose Street Clermont, FL 34711
Chad Love	732 West Montrose Street Clermont, FL 34711
Geraldine Boles	732 West Montrose Street Clermont, FL 34711

B) The number of directors may be increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this Corporation.

C) Any director may be removed from office by the holders of a majority of the stock entitled to vote at any annual or special meeting of the shareholders, for any cause deemed sufficient by such shareholders.

D) In the event one or more vacancies shall occur on the Board of Directors for any reason whatsoever, the vacancies shall be filled by the shareholders at the next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

E) Directors, as such, shall receive such compensation for their services, if any, as may be set by the shareholders at any annual or special meeting. The officers may authorize and require the payment of reasonable expenses, separate and distinct from compensation, incurred by the directors in the furtherance of their duties as directors.

F) Nothing in these articles shall be construed to preclude the directors from serving the Corporation in any other capacity and receiving compensation therefor.

#### ARTICLE VIII

The name and street address of the incorporator of the Corporation is:

Name of Director

Street Address

Chad Love

732 West Montrose Street  
Clermont, FL 34711

#### ARTICLE IX

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested in the shareholders of the Corporation.

#### ARTICLE X

For the purposes of these Articles, the Corporation's By-Laws, and all other corporate documents, the plural shall be interchangeable with the singular, and the masculine shall be interchangeable with the feminine, as the context shall require.

#### ARTICLE XI

This Corporation reserves the right, to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person who is competent to contract under the laws of the State of Florida, by these presents do hereby execute, acknowledge, and cause to be delivered to the Florida Department of State these Articles of Incorporation of the Corporation and requests the Department of State of file these Articles, as of the date and time indicated in Article II hereof, in accordance with Chapter 607, Florida Statutes. Accordingly, the undersigned incorporator

executed these Articles at Orlando, Orange County, Florida, this 30 day of August, 1999.

Chad Love  
Chad Love  
As Incorporator and Registered Agent

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Chad Love, as Incorporator, personally known to me, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation freely and voluntarily under oath and for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30th day of August, 1999.

Gina H. Stoehr  
Signature of Notary Public  
State of FLORIDA



Print, Type, or Stamp  
Commissioned Name/Notary Public

Personally Known X  
Type of Identification Produced

Produced Identification \_\_\_\_\_

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance  
with said Act:

FIRST — That **CHAD LOVE MARTIAL ARTS CENTER, INC.**, desiring to organize under the laws  
of the State of Florida with its principal office, as indicated in the Articles of Incorporation at  
Clermont, Lake County, Florida, has named Chad Love, located at 732 West Montrose Street,  
Clermont, Lake County, Florida as its agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-stated  
Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree  
to comply with the provision of said Act relative to keep open said office.

Chad Love  
Chad Love  
Resident Agent

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SECRETARY OF STATE  
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