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Articles and send

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Christopher Patterson

Carpenter Group

6245 Pembroke Road

Hollywood, FL 33023

FILED
1999 OCT 20 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell OCT 22 1999

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1999 OCT 20 AM 10:39

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEWTON JAMES KARATE-DO OF MIRAMAR, INC.

The undersigned acting as Incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation shall be NEWTON JAMES KARATE-DO OF MIRAMAR, INC.

ARTICLE II
DURATION

The Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE V
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 6240 Pembroke Road, Miramar, Fl 33023.

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Newton James
6240 Pembroke Road
Miramar, Florida 33023.

ARTICLE VII
INITIAL BOARD OF DIRECTORS AND OFFICERS

The Corporation shall initially have three (3) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office, or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Newton James
6240 Pembroke Road
Miramar, Florida 33023.

Laureen McCleod
6240 Pembroke Road
Miramar, Florida 33023.

Neville Cohen
6240 Pembroke Road
Miramar, Florida 33023.

The names and addresses of the initial officers of the Corporation are:

Newton James
President
6240 Pembroke Road
Miramar, Florida 33023.

Neville Cohen
Vice-President
6240 Pembroke Road
Miramar, Florida 33023.

ARTICLE VIII
INCORPORATOR

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

Newton James
6240 Pembroke Road
Miramar, Florida 33023.

**ARTICLE IX
AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of October 1999,

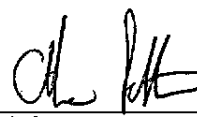

Newton James


State of Florida
County of Broward

The foregoing instrument was acknowledged before me this 5th day of October, 1999, by NEWTON JAMES, who has produced a photo I.D. as identification and who did take an oath.

Witness my hand and seal in the county and state aforesaid this 5th day of October, 1999.

My commission expires:


Notary Public
Christopher D. Patterson

 Christopher D. Patterson
My Commission CC845676
Expires June 13, 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of NEWTON JAMES KARATE-DO OF MIRAMAR, INC. named in the foregoing Articles of Incorporation.

Date: October 5th, 1999



Newton James