

Filing and License Fee: \$230.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615
www.sos.ri.gov

2013 JAN -9 AM 9:43
SECRETARY OF STATE
CORPORATIONS DIV

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is WORLD MARTIAL ARTS II, LTD.

(This is a close corporation pursuant to §7-1.2-1701 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The total number of shares which the corporation has the authority to issue is:

(a) If only one class: Total number of shares 1000

or

(b) If more than one class: Total number of shares of each class _____

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

3. The address of the initial registered office of the corporation is:

222 JEFFERSON BLVD.

(Street Address, not P.O. Box)

WARWICK

(City/Town)

RI 02888

(Zip Code)

and the name of its initial registered agent at

such address is HOBSON & COUTU, LTD.

(Name of Agent)

4. The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

5. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

FILED ✓

JAN 09 2013
BY GH 187101 9:43

- [illegible]

- | <u>Name</u> | <u>Address</u> |
|----------------------------|---|
| Arthur S. Russo, Jr., Esq. | 222 Jefferson Blvd, Warwick, Rhode Island 02888 |
| | |
| | |

- Date:
- December 17, 2012**

herein are true and correct.

Catherine S. Neuf

Signature of each Incorporator

WORLD MARTIAL ARTS, LTD.

January 7, 2013

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

RE: *Existing Entity: World Martial Arts, Ltd.*
 Proposed Entity: World Martial Arts, II, Ltd.

To Secretary of State:

I am the president of World Martial Arts, Ltd. I have instructed Attorney Arthur Russo, Jr. to incorporate World Martial Arts, II, Ltd. I understand that these names are similar in nature; thus, please accept this letter as permission for Mr. Russo to incorporate World Martial Arts, II, Ltd.

Should you have any question or concerns regarding the enclosed documentation, please do not hesitate to contact me 484-1814.

Very Yours Truly,

A handwritten signature in black ink that reads "Adam Osetek". The signature is fluid and cursive, with the first name "Adam" and last name "Osetek" clearly distinguishable.

Adam P. Osetek, *President*
World Martial Arts, Ltd.



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

