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Peter Makris
2110 Drew Street
Clearwater, FL 33765

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*****70.00 *****70.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, FL 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very Truly Yours,



Peter Makris

FILED
2000 JAN -7 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell JAN 13 2000

FILED

2000 JAN -7 PM 12:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ELITE BODY CONCEPTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

ELITE BODY CONCEPTS, INC.

The principal place of business of this corporation shall be:

3438-19 EAST LAKE ROAD, EAST LAKE WOODLANDS PLAZA, PALM HARBOR, FLORIDA 34685.

The mailing address of this corporation shall be: 3438-19 EAST LAKE ROAD, EAST LAKE WOODLANDS PLAZA, PALM HARBOR, FLORIDA 34685

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all-lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock have \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have three directors and three officers, initially. The name and street address of the initial directors and officers who shall hold office for the first year of the corporation's existence, or until their successors are elected or appointed are:

***Michael La Bua
President***

***1389 Pine Ridge Cir. East, "B"
Tarpon Springs, FL 34689***

***Doreen La Bua
Vice-President***

***1389 Pine Ridge Cir. East, "B"
Tarpon Springs, FL 34689***

***Mel Ora
Secretary/Treasurer***

***3438-19 East Lake Road
East Lake Woodlands Plaza
Palm Harbor, FL 34685***

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation is:

Michael La Bua

***1389 Pine Ridge Cir. East, "B"
Tarpon Springs, FL 34689***

IN WITNESS WHEREOF, the under signed incorporator has executed these
Articles of Incorporation this 5th day of JANUARY, 2000.

Signature of Incorporator

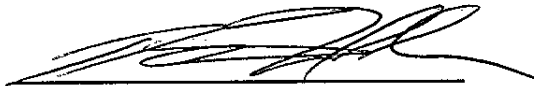

Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledge and sworn to before me
this 5th day of JANUARY, 2000, by ELITE BODY
CONCEPTS, INC. of MICHAEL LA BUA.

Notary Public

 Peter Makris
Commission # CC 749025
Expires June 7, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.



FILED

2000 JAN -7 PM 12:55

CERTIFICATE DESIGNATING

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida .

1. The name of the corporation is:

ELITE BODY CONCEPTS, INC.

2. The name and address of the registered agent and office is:

Name: *MICHAEL LA BUA*

Address: *3438-19 EAST LAKE RD., EAST LAKE WOODLANDS PLAZA*

City: *PALM HARBOR* State: *FLORIDA* Zip Code: *34685*

SIGNATURE: *Michael LaBua*

TITLE: *PRESIDENT*

DATE: *1/5/00*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE: *Michael LaBua*

DATE: *1/5/00*