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FLORIDA PROFIT CORPORATION OR P.A.

Performance Fitness Co., Inc.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

[Handwritten signature]
6/11/03

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Performance Fitness Co., Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Performance Fitness Co., Inc.

9500 S. Ocean Blvd.

Jensen Beach, FL 34957

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,500 Share at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Robert Caputo

9500 S. Ocean Blvd.

Jensen Beach, FL 34957

Prepared By:

Bruce B. Hubbard

77 East John St.

Hicksville, New York 11801

1-516-935-3940

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ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Robert Caputo - President
9500 S. Ocean Blvd.
Jensen Beach, FL 34957

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Robert Caputo
9500 S. Ocean Blvd.
Jensen Beach, FL 34957

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

10th day of June 2003.

Robert Caputo
Robert Caputo - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Performance Fitness Co., Inc.

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

Robert Caputo

Name

9500 S. Ocean Blvd.

(P.O. Box or Mail Drop Box NOT Acceptable)

Jensen Beach, FL 34957

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Robert Caputo

Robert Caputo
SIGNATURE

June 10, 2003

(Date)

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