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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : KEVIN M. HELMICH, PA  
Account Number : I20020000062  
Phone : (850) 650-4747  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

Larremore Enterprises of N.W. Florida, Inc.

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DIVISION OF CORPORATION

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**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**OF**

**LARREMORE ENTERPRISES OF N.W. FLORIDA, INC.**

**ARTICLE I  
NAME**

The name of this Corporation is Larremore Enterprises of N.W. Florida, Inc.

**ARTICLE II  
DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III  
PURPOSE**

This Corporation is organized for the purpose of conducting exercise and weight equipment services and all other lawful business.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "common shares".

**ARTICLE V  
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI  
((H08000127425 3))**

Prepared by: Kevin M. Helmich, Esquire  
Post Office Box 5499  
Destin, Florida 32540-5499  
(850) 650-4747

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INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4481 Legendary Drive, Suite 200, Destin, Florida 32541 and the initial registered agent of this Corporation at that address is Kevin M. Helmich.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

This Corporation shall have at least six (6) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one

(1). The names and addresses of the initial directors of this Corporation are:

Benjamin A. Larremore  
1113 45th Street  
Niceville, Florida 32578

Karla L. Larremore  
1113 45th Street  
Niceville, Florida 32578

David L. Larremore  
1406 Bayshore Drive  
Niceville, Florida 32578

Barbara A. Larremore  
1406 Bayshore Drive  
Niceville, Florida 32578

Carlos B. Pineiro  
402 Baywood Drive  
Niceville, Florida 32578

Lissette Pineiro  
402 Baywood Drive  
Niceville, Florida 32578

ARTICLE VIII  
PRINCIPAL OFFICE

The principal office and mailing address of this Corporation is 1113 45th Street, Niceville, Florida 32578.

ARTICLE IX  
INCORPORATOR

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

Kevin M. Helmich, Esquire  
4481 Legendary Drive, Suite 200  
Destin, Florida 32541

(((H08000127425 3)))

Prepared by: Kevin M. Helmich, Esquire  
Post Office Box 5499  
Destin, Florida 32540-5499  
(850) 650-4747

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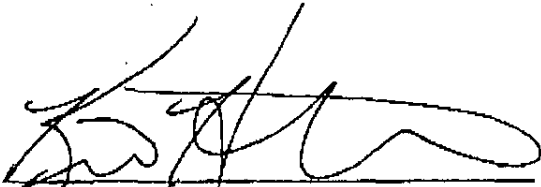
ARTICLE X  
INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI  
ACTION BY DIRECTORS OR SHAREHOLDERS WITHOUT A MEETING

The directors or shareholders of this Corporation may take action by written consent as provided by law.

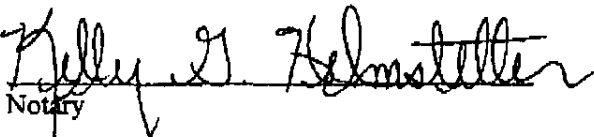
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of May, 2008.

  
Kevin M. Helmich

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared Kevin M. Helmich, who is personally known to me and did not take an oath, and who is the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 12th day of May, 2008.

  
Notary

My commission expires:



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Prepared by: Kevin M. Helmich, Esquire  
Post Office Box 5499  
Destin, Florida 32540-5499  
(850) 650-4747

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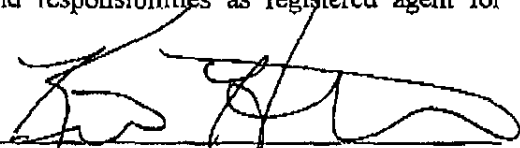
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ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for Larremore Enterprises of N.W. Florida, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

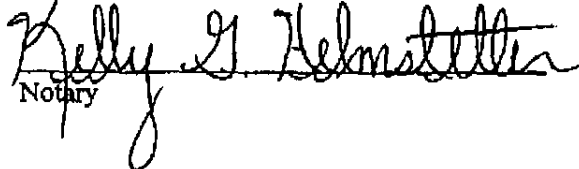


Kevin M. Helmich,  
Registered Agent

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared Kevin M. Helmich, registered agent who is personally known to me and did not take an oath, and who is the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 12th day of May, 2008.



Notary

My commission expires:



((H08000127425 3))

Prepared by: Kevin M. Helmich, Esquire  
Post Office Box 3499  
Destin, Florida 32540-5499  
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