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Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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122.50 **78.75

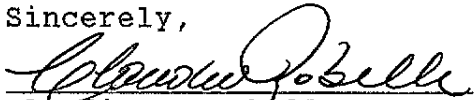
Re: BODY MAXX FITNESS, INC.

Dear Sir/Madam:

Enclosed please find my check in the amount of \$122.50 to cover incorporating fees for the above referenced proposed corporation.

Thank you for your assistance in this matter.

Sincerely,


Claudio E. Robelle
13743 North Dale Mabry Hwy
Tampa, Florida 33618
(813) 969-3665

FILED
DIVISION OF CORPORATIONS
99 JAN 15 AM 9:18

ARTICLES OF INCORPORATION

OF

BODY MAXX FITNESS, INC.

FILED
SECRETARY OF STATE
BUREAU OF CORPORATIONS

99 JAN 15 AM 9:18

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is:

BODY MAXX FITNESS, INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

137~~43~~²⁹ North Dale Mabry Hwy. Tampa, Florida 33618

ARTICLE III - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE IV - PURPOSE

The corporation is organized to provide personal training services and all other legal activities.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue One Hundred Shares (100) of One Dollar (1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLES VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number may be increased from time to time by the By-Laws. The name and address of the initial director of this corporation is :

Claudio E. Robelle
137~~43~~²⁹ North Dale Mabry Hwy
Tampa, Florida 33618

ARTICLE VII - INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is:

Claudio E. Robelle
13743 North Dale Mabry Hwy
Tampa, Florida 33618

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of ~~June~~ ^{January}, 1999.

Claudio E. Robelle

Claudio E. Robelle

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

Subscribed before me this 17th day of ~~June~~ ^{January}, 1999 by Claudio E. Robelle who is personally known to me and who did not take an oath.

(Seal)

Denise Haynes

Signature of Notary
DENISE HAYNES
My Comm Exp. 4/03/2001
Banded By Service Ins

Notary
No. CC635832
 Personally Known Other I.D.

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT
OF
BODY MAXX FITNESS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted: The above corporation, desiring
to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorpora-
tion at 13743²⁹ North Dale Mabry Highway, Tampa, Florida 33618,
has named Claudio E. Robelle located at the aforesaid
address, as its Registered Agent to accept service of process
within the state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of
process for the above stated corporation at the place
designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this
capacity, and agree to comply with the provisions of Florida
Law in keeping open said office.



Claudio E. Robelle

81:6 IN 15 NW 66
FILE
TAMPA
DIVISION OF CORPORATIONS
JAN 15 AM 9:18