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FILED
97 AUG 11 AM 9:31
TALLAHASSEE, FLORIDA

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August 6, 1997

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

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Re: **Body Pro Health and Fitness Center, Inc.**

Dear Sir or Ms.:

Enclosed please find an original and one copy of the Articles of Incorporation for Body Pro Health and Fitness Center, Inc. We also enclose our check in the amount of $122.50 payable to your order in payment of the filing fee. Kindly file the Articles and return a certified copy to the undersigned.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

JOHN R. SUTTON

JRS\mw
Enc.

cc: Hector Florez (w/enc)

8/12/97

ARTICLES OF INCORPORATION

BODY PRO HEALTH AND FITNESS CENTER, INC.

(F.S. 607.164)

FILED
97 AUG 11 AM 9:36
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is BODY PRO HEALTH AND FITNESS CENTER, INC.

2. **Duration.** The period of its duration is perpetual.

3. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. **Capital Stock.** The corporation is authorized to issue One Thousand (1,000) shares, all of one class, at One ($1.00) Dollar par value.

5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

John R. Sutton, Esquire
7721 S.W. 62nd Avenue - Suite 101
Miami, Florida 33143

6. **Initial Board of Directors/Principal Office.** This corporation shall have one (1) director initially, to-wit: Hector Florez. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and address of the initial directors of this corporation and its

principal office are:

Name	Address
Hector Florez	10629 S.W. 75th Lane Miami, FL 33173-2943

7. **Incorporator(s).** The name(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation (is) (are):

Name	Address
Hector Florez	10629 S.W. 75th Lane Miami, FL 33173-2943

8. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation this 6 day of AUG., 1997.

Hector Florez
(Incorporator)

ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as Registered Agent for the Corporation.

John R. Sutton, Esquire
Registered Agent

STATE OF FLORIDA:
COUNTY OF DADE:

BEFORE ME, the undersigned authority, personally appeared Hector Florez and John R. Sutton, Esquire to me known to be the persons who executed the foregoing Articles of Incorporation as Incorporator and Registered Agent, respectively, and they

acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6 day of August, 1997.

NOTARY PUBLIC, State of Florida

My commission expires: (Seal)

OFFICIAL NOTARY SEAL
ROLANDO ANDRADE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC369596
MY COMMISSION EXP. MAY 3,1998

97 AUG 11 [illegible]
TALLAHASSEE, FLORIDA