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OFFICE USE ONLY

| | | | SECRETAL TALLAMAS |
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| CORPORATION NAM | ie(s) & document n | UMBER(S) (if known): | SEC. 33 |
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| Mail out V | Vill wait Photocopy | Certificate of S | latus |
| NEW FILINGS | AMENDMENTS | | |
| Profit | Amendment | | |
| NonProfit | Resignation of R.A., Of | ficer/Director | 1 /0 |
| Limited Liability | Change of Registered A | gent. | 5/18/95 |
| Domestication | Dissolution/Withdrawal | | 0/1-1 |
| Other | Merger | ······ | 1 |
| | | ——-·- | 1 30 |
| OTHER FILINGS | REGISTRATION/ QUALIFICATION | | |
| Annual Report | Foreign | | |
| Fictitious Name | Limited Partnership | - | |
| Name Reservation | Reinstatement | - | |
| | Trademark | | |
| | | Exs | miner's Initials |

Other

CR2E031(10/92)

ATHLETIX FITNESS CENTER, INC. ARTICLES OF INCORPORATION

I, THE UNDERSIGNED, DESIRE TO BECOME A BODY CORPORATE AND, AS INCORPORATOR, DO HEREBY MAKE AND FILE THESE ARTICLES OF INCORPORATION FOR A PROPOSED CORPORATION PURSUANT TO THE LAWS OF FLORIDA, AND TO THAT END DECLARE:

ARTICLE I - NAME

THE NAME OF THIS CORPORATION SHALL BE: ATHLETIX FITNESS CENTER, INC

ARTICLE II - NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE OR TRANSACT IN ANY OR ALL LAWFUL ACTIVITIES OR BUSINESSES 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 STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY OVE TIME IS 1,000 SHARES OF COMMON STOCK HAVING A PAR VALUE OF \$1.00 PER SHARE.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 4520 SR. 64, BRADENTON, FLORIDA 34208, AND THE NAME OF THIS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS ALAN STEIN AND THE PRINCIPAL OFFICE IS LOCATED AT 4520 SR. 64, BRADENTON, FLORIDA 34208.

ARTICLE V - TERMS OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS SOCIET DISSOLVED AS AUTHORIZED BY LAW, AND SAID CORPORATION SHALL COMMENCE ITS EXISTENCE AS SOON AS THESE ARTICLES ARE FILED WITH THE DEPARTMENT OF STATE OF THE STATE OF FLORIDA.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE AT LEAST ONE AND NO MORE THAN FIVE DIRECTORS. THE NUMBER OF DIRECTORS MAY EITHER BE INCREASED OR DECREASED FROM TIME TO TIME BY THE BYLAWS BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF THE INITIAL DIRECTORS OF THIS CORPORATION IS:

RANDY SLIWA PRESIDENT & SECRETARY 4520 SR. 64 BRADENTON, FLORIDA 34208

ARTICLE VII - INCORPORATOR THE NAME AND ADDRESS OF THE PERSON SIGNUNG THESE ARTICLES IS:

ALAN STEIN 3945 14TH STREET W. BRADENTON, FLORIDA 34205

I HEREBY AM FAMILIAR AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

ALAN STEIN REGISTERED AGENT/INCORPORATOR