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		SECRETARY OF STATE TALLAHASSEE, FLORIDA	
City/State/Zip	p / Phone #	Office Use Only	
CORPORATION NA	AME(S) & DOCUMENT NUM	BER(S), (if known):	
2. (Corpora	ALTHEALTH & FITA	Cournent #)	
3. (Corpora	ation Name) (Do	ocument #)	
4. (Corpor	ation Name) (Do	ocument #)	
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NEW FILINGS	AMENDMENTS	la visal Tangara	
Profit	Amendment		
NonProfit	Resignation of R.A., Officer/Dire	9000023100697	
Limited Liability	Change of Registered Agent	-10/02/3151013 ******70.00 ******70.00	
Domestication	Dissolution/Withdrawal		
Other	Merger		
	REGISTRATION/ QUALIFICATION		
Fictitious Name	Foreign		
Name Reservation	Limited Partnership	_	
	Reinstatement	OCT - 3 1997	
	Trademark	P.Hall OCI	
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WE and of	······································	Examiner's Initials	

ARTICLES OF INCORPORATION

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97 OCT -2 AM 11: 01

ATHLETIX HEALTH & FITNESS, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 607 Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be:

ATHLETIX HEALTH & FITNESS, INC.

ARTICLE II - PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS

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

4520 SR 64 EAST BRADENTON, FL 34208

ARTICLE III - SHARES

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

1000

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RANDAL SLIWA 4520 SR 64 EAST BRADENTON, FL 34208

ARTICLE V - INCORPORATOR(S)

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

ALAN STEIN 4002 2ND AVENUE EAST BRADENTON, FL 34208

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

FILED

Pursuant the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

97 OCT -2 AM II: 01 SECRETARY OF STATE TALLAHASSEE, FLORIDA

1. The name of the corporation is:

ATHLETIX HEALTH & FITNESS, INC.

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

RANDAL SLIWA 4520 SR 64 EAST BRADENTON, FL 34208

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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 statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ARTICLE VI - PURPOSE

The initial purpose of this corporation is any and all business purposes allowed under the laws of Florida.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 4th day of September, 1997.