

Document Number Only

F95000001695

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 200

Address

Tallahassee, Fla. 32301 (904) 656-8298

City

State

Zip

Phone

CORPORATION(S) NAME

DIVISION OF CORPORATIONS

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Excel Health, Inc.

☒ From  
☐ NonFrom

☐ Amendment

☒ Foreign

☐ Dissolution/Withdrawal

☐ Limited Partnership  
☐ Reinstatement

☐ Annual Report  
☐ Reservation

☐ Certified Copy

☐ Photo Copies

☐ Call When Ready

☐ Call if Problem  
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☒ Merge

☐ Mark

☐ Other  
☐ Change of N.A.  
☐ fictitious Name

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Examiner
Updater
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Acknowledgment
W.F. Verifier

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4-7-95

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CH2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. ExorHealth Inc.  
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Utah  
(State or country under the law of which it is incorporated)

3. March 13, 1994 4. Perpetual  
(Date of Incorporation) (Duration)

5. 87-0487463  
(Federal Employer Identification number, if applicable)

6. Upon Qualification  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1276 South 500 West, Salt Lake City, Utah 84101  
(Current mailing address)

8. See attached purpose clause  
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

**A. Directors:**

Chairman: Gary H. Smith

Address: 1276 South 500 West  
Salt Lake City, Utah 84101

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

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**B. Officers:**

President: See attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida 33324

Zip Code

**11. Registered agent's acceptance:**

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

Registered agent's signature: Marcia J. Sunahara

(Officer)  
Marcia J. Sunahara, Asst. Vice Pres.

(Typed Name and Title of Officer)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. [Signature]  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. C. Reed Brown Vice President of Legal  
(Name and capacity of person signing application)

**Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of  
ExerHealth Inc.**

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The purpose for which the corporation is organized is to develop, manufacture and market exercise equipment, and in carrying out these general purposes and objectives the corporation shall have the power:

a) To act as principal or agent for others; to hold property, including shares of its own stock, in trust as trustee for stockholders of the corporation or others; to participate as a partner in any partnership allowed by law; to subdivide and improve land in any manner and to any extent.

b) To do all things to the same extent and as fully as natural persons now do or could do in the state of Utah or in any other state, country or place; to do all things and engage in all lawful transactions, businesses and undertakings which a corporation organized or existing under the laws of the state of Utah might do or engage in, even though not expressly stated herein.

The foregoing shall be construed both as objects and powers, but no recitation or declaration of specific or special powers or purposes here in enumerated shall be deemed to be exclusive; and it is hereby expressly declared that all other lawful purposes not inconsistent herewith are hereby included.

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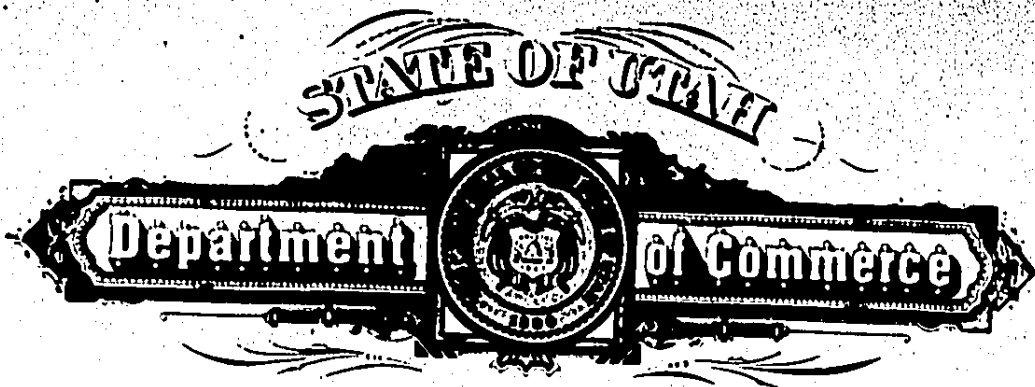
Application for Certificate of Authority

**Officers of  
ExerHealth Inc.**

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1. Gary H. Smith, Chief Executive Officer  
1276 South 500 West  
Salt Lake City, Utah 84101
2. Michael Moone, President  
1276 South 500 West  
Salt Lake City, Utah 84101
3. Mark McBride, VP of Finance & Chief Financial Officer  
1276 South 500 West  
Salt Lake City, Utah 84101
4. G. Doug Smith, VP of Marketing  
1276 South 500 West  
Salt Lake City, Utah 84101
5. C. Reed Brown, Secretary and VP of Legal  
1276 South 500 West  
Salt Lake City, Utah 84101

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## CERTIFICATION OF GOOD STANDING

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL  
CODE HEREBY CERTIFIES THAT

***EXERHEALTH, INC.***

is a Utah corporation and is qualified to transact business in the State of Utah, and that its most recent annual report required by Utah law has been filed, and that Articles of Dissolution have not been filed. A Certificate of Incorporation was issued from this office on *March 13, 1991* and said corporation is in good standing, as appears of record in the offices of the Division.

This certification is not intended to reflect the financial condition, business activity or practices of this corporation.

File Number: *CO 145349*

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Dated this 5th day  
of April, 19 95

*Korla S. Woods*

Korla T. Woods  
Director, Division of  
Corporations and Commercial Code