

F98000002937

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PHYSICAL EXCELLENCE, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following:

300002533973-7
-05/22/98-01116-002
*****70.00 *****70.00

BEN GREGG
(Name of Person)
PHYSICAL EXCELLENCE, INC.
(Firm/Company)
8812 W. WEDGEWOOD DR.
(Address)
PEORIA, AZ. 85382
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

BEN GREGG at (602) 876-4032
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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DIVISION OF CORPORATIONS
98 MAY 22 PM 3:54

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

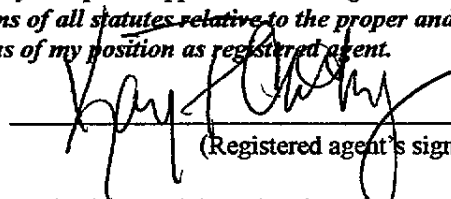
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. PHYSICAL EXCELLENCE INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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. ARIZONA
(State or country under the law of which it is incorporated)
3. 86-0902851
(FEI number, if applicable)
4. SEPTEMBER 29, 1997
(Date of incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. MARCH 15th, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 8812 W. WEDGEWOOD DR.
PEORIA, AZ 85382
(Current mailing address)
8. TO CARRY OUT ANY LAWFUL BUSINESS WITHIN THE STATE FOR WHICH CORPORATION MAY BE ORGANIZED
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: KAY CRUTCHLEY
Office Address: 430 S.E. 4th TERRACE
POMPADOUR BEACH, Florida, 33060
(Zip code)

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10. 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)

11. 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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: BEN GREGG

Address: 8812 W. WEDGEWOOD DR.
Peoria, AZ 85382

Vice Chairman: _____

Address: _____

Director: STEPHANIE GREGG

Address: 8812 W. WEDGEWOOD DR.
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Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: BEN GREGG

Address: 8812 W. WEDGEWOOD DR.
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Vice President: _____

Address: _____

Secretary: STEPHANIE GREGG

Address: 8812 W. WEDGEWOOD DR.
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Treasurer: BEN GREGG

Address: 8812 W. WEDGEWOOD DR.
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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. BEN GREGG - CHAIRMAN
(Typed or printed name and capacity of person signing application)

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

To all to whom these presents shall come, greeting:

I, Jack Rose, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****PHYSICAL EXCELLENCE, INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on September 29, 1997.

I further certify that this corporation has filed all affidavits and annual reports and paid all filing fees required to date and, therefore, is in good standing in this state.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 20th day of February, 1998, A. D.



Jack Rose

Executive Secretary

BY: *[Signature]*