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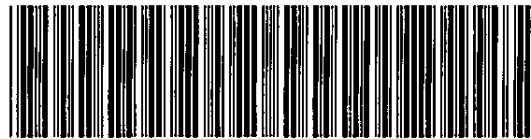
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12/20/07--01025--009 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JAN - 7 AM 10:00

EP 1/8/08

W07000001462

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: THE TAMPA BAY SPORTS CLUB, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: EMIDIO J. GERMINO
Name (Printed or typed)

18134 SANDY POINTE DR
Address

TAMPA, FL 33647
City, State & Zip

(813) 907-0239
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 20, 2007

EMIDIO J. GERMINO
18134 SANDY POINTE DR.
TAMPA, FL 33647

SUBJECT: THE TAMPA BAY SPORTS CLUB, INC.
Ref. Number: W07000061462

We have received your document for THE TAMPA BAY SPORTS CLUB, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

Letter Number: 207A00071028

**ARTICLES OF INCORPORATION
OF THE
THE TAMPA BAY SPORTS CLUB, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JAN -7 AM 10:00

The undersigned persons, acting as incorporators of the corporation Not For Profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE ONE
Name and Address**

The name of the Corporation is THE TAMPA BAY SPORTS CLUB, INC, here referred to as the Corporation. The address of the Corporation is at 27603 Sky Lake Cir. Wesley Chapel, F 33544 and such address within the State of Florida as the Board of Directors of the Corporation may from time to time designate.

**ARTICLE TWO
Purposes**

The Corporation is organized exclusively for pleasure, social & recreational which is supported solely by membership fees, dues and assessments. Also for educational, religious & charitable purposes within the meaning of Section 501(c) 3 & Section 1.501(c) 7-1(a) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax laws.

**ARTICLE THREE
Non-profit**

The Corporation is not organized for profit and no part of the net earnings, if any, or assets of the Corporation shall inure to the benefit of any member, individual, person, firm or corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered (if necessary). The Corporation is organized upon a non-stock basis as defined in Section 617.011 of the Florida Statutes.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene any political campaign on behalf of any candidate for public office.

(2)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JAN -7 AM 10:00

ARTICLE FOUR Powers

The powers of this Corporation shall be exercised, it's property controlled, and its affairs conducted by the Board of Directors. The number of directors of the corporation shall be no fewer than four (4) and no more than fifteen (15), provided however, that such number may be changed in accordance with duly adopted revisions, pursuant to the by laws of this corporation.

ARTICLE FIVE Amendments

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and must be in accordance with Florida Law. Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of members of the Board of Directors.

ARTICLE SIX Amending By Laws

Subject to the limitations contained in the bylaws and any limitations set forth in the Not-For-Profit Corporation Act of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or any bylaws may be adopted either by resolution of the Board of Directors or by following the procedures set forth in the by laws

ARTICLE SEVEN Incorporators

The name and address of the incorporators of the Corporation are Rosendo Hermano, 27603 Sky Lake Circle, Wesley Chapel, Tampa, FL, 33544 and Emidio J. Germino, 18134 Sandy Pointe Drive, Tampa, FL 323647.

ARTICLE EIGHT Manner of Elections of Officers & Directors

The method of election of the officers and directors is as stated in the by laws.

(3)

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DIVISION OF CORPORATIONS
08 JAN -7 AM 10:00

ARTICLE NINE Registered Agent

The name and address of the initial registered agent of the Corporation is Emidio J. Germino, 18134 Sandy Pointe Drive, Tampa, FL 33647.

ARTICLE TEN Officers

The corporation members shall elect the following officers based on the Bylaws of the Corporation:

President
Vice President
Secretary

Treasurer
Auditor
Directors

ARTICLE ELEVEN Property/Assets

The property of this corporation is irrevocably dedicated to recreational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE TWELVE Dissolution

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the corporation, shall be distributed to an not-for profit fund, foundation, or corporation which is organized & operated exclusively for charitable purposes and which is established its tax exempt status under Section 501(c) 3 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(4)

ARTICLE THIRTEEN
Effective Date

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JAN - 7 AM 10:00

The effective date of these articles is 5 days prior to the date of receipt of the Division of Corporation or the actual date of receipt when it filed.

IN WITNESS WHEREOF, the undersigned incorporators has executed these Articles of Incorporation this 18th day of December 2007.


EMIDIO J. GERMINO


ROSENDO HERMANO

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

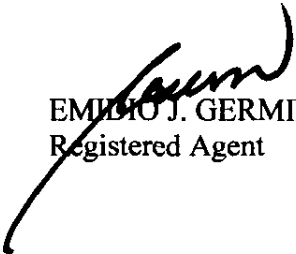
Pursuant to the provisions of Section 607.0501, florida Statutes, the
undersigned non- profit corporation organized under the laws of the State of Florida,
submits the designating Registered Agent of the State of Florida.

NAME OF THE CORPORATION: The Tampa Bay Sport Club, Inc

NAME AND ADDRESS OF THE
REGISTERED AGENT:

EMIDIO J. GERMINO
18134 Sandy Pointe Dr.
Tampa, FL 33647

Having been named a Registered Agent to accept the service of process for the
above Non Profit Corporation at the place designated in this certificate, I hereby accept
the appointment as Registered Agent and agree to act in this capacity. I further agree to
comply with provisions of all the Statutes relating to the proper and complete
performance of my duty, which I am familiar with and accept the obligations of my
position as Registered Agent on this 18 December 2007.


EMIDIO J. GERMINO
Registered Agent

DATE: December 18, 2007