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**Florida Department of State**

Division of Corporations

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**To:**

Division of Corporations  
Fax Number : (850) 922-4001

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
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00 JAN 18 PM 2:07  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**OSSA FITNESS INSTITUTE, CORP.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION**  
**OF**  
**OSSA FITNESS INSTITUTE, CORP.**

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is **OSSA FITNESS INSTITUTE, CORP.**

**ARTICLE II - DURATION**

This corporation is to exist perpetually.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of representing a fitness center franchise, providing personal training certification services and transacting any and all lawful business for which corporations may be formed under the Florida Business corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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TALLAHASSEE, FLORIDA

Prepared by:  
ROSARIO NUNEZ  
3681 SW 81 Street  
Miami, FL 33183

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**ARTICLE VI - INITIAL REGISTERED OFFICE**

The street address of the initial registered office of this corporation is:  
9010 SW 137 AVENUE, SUITE 109  
MIAMI, FL 33186

**ARTICLE VII - INITIAL REGISTERED AGENT**

The name and address of the initial registered agent for this corporation is:  
MARCO OSSA  
9010 SW 137 AVENUE, SUITE 109  
MIAMI, FL 33186

**ARTICLE VIII - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial principal office and mailing address of this Corporation is:  
9010 SW 137 AVENUE, SUITE 109  
MIAMI, FL 33186

**ARTICLE IX - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, in accordance with the by-laws of the corporation, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
MARCO OSSA	9010 SW 137 AVE., SUITE 109 MIAMI, FL 33186	PRESIDENT
EDUARDO AJJAM	9010 SW 137 AVE., SUITE 109 MIAMI, FL 33186	VICE PRESIDENT

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**ARTICLE X - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

MARCO OSSA  
9010 SW 137 AVENUE, SUITE 109  
MIAMI, FL 33186

**ARTICLE XI - BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

**ARTICLE XII - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XIII - AMENDMENTS**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS THEREOF, the undersigned subscriber has executed these

Articles of Incorporation on this 12<sup>th</sup> day of January,  
2000.  
INCORPORATOR

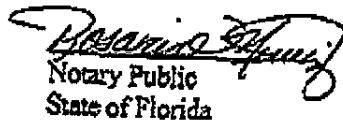
STATE OF FLORIDA

COUNTY OF DADE

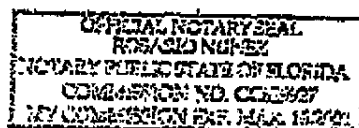
THE FOREGOING ARTICLES OF INCORPORATION were sworn to and

acknowledged before me on this 12 day of January, 2000.

by \_\_\_\_\_.

  
Notary Public  
State of FloridaPersonally known to me  
(or I.D. shown).

My commission expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: **OSSA FITNESS INSTITUTE, CORP.**, desiring to organize under the laws of the state of Florida, with its principal offices as indicated in the Articles of Incorporation has named **MARCO OSSA** at **9010 SW 137 AVE., SUITE 109, MIAMI, FL 33186** as its agent to accept service of process within the State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

X   
REGISTERED AGENT

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