

P00000043661

April 17, 2000

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

Scott Smith  
596 Mourning Dove Circle  
Lake Mary, FL 32746

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-05/02/00--01011--024  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

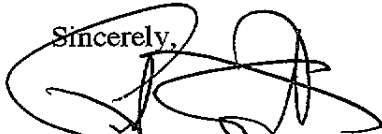
RE: FUN TO BE FIT, INC.  
Proposed Corporate Name

Enclosed please find two originals of the articles of incorporation and certificate of designation for registered agent/register office for the above corporation. Also enclosed is a money order in the amount of \$78.25 for the filing fee and registered agent designation. A certified copy is not requested at this time. Please use the second original as file/return copy. Also please forward a certificate of status.

FROM: JOHN SCOTT SMITH  
Incorporator  
FUN TO BE FIT, INC.  
2520 N. CR 427  
Longwood, FL 32750

Thank you for your prompt attention to the filing and creation of this new entity.

Sincerely,



SCOTT SMITH

ENC:

FILED  
00 MAY - 1 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*called ok.  
to correct check  
on 5/2*

*gs/2*

**Articles of Incorporation  
for  
FUN TO BE FIT, INC.**

**FILED**  
00 MAY - 1 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME**

The name of this corporation is: FUN TO BE FIT, INC.

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in the business of providing aerobic fitness classes, along with any and all other business permitted under the laws of the United States of America and the great state of Florida.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000,000 shares of common stock having par value of at least \$1.00 per share. Par value may be issued only for consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and non assessable.

**ARTICLE IV. TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE V. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Register Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**JOHN SCOTT SMITH  
3801 W. LAKE MARY BLVD., SUITE 119  
LAKE MARY, FLORIDA 32746**

The board of directors from time to time may move the Registered Office to any other address in the State of Florida.

## **ARTICLE VI. BOARD OF DIRECTORS**

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders and board of directors, but shall never be less than one.

## **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The initial board of directors of this corporation are:

- 1. JOHN SCOTT SMITH**
- 2. SHERYL H. SMITH**

The persons named as initial directors shall hold office for the first year of the existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first. The address and phone number for the initial directors are listed in Article VIII.

## **ARTICLE VIII. INCORPORATORS**

The names and street address of the persons signing these articles of incorporation as the incorporators are:

- |   |   |
|---|---|
| <ol style="list-style-type: none"><li>1. John Scott Smith<br/>596 Mourning Dove Cir.<br/>Lake Mary, FL 32746<br/>407/330-3222</li></ol> | <ol style="list-style-type: none"><li>2. Sheryl Smith<br/>596 Mourning Dove Cir.<br/>Lake Mary, FL 32746<br/>407-330-3222</li></ol> |
|---|---|

## **ARTICLE IX. PRINCIPLE OFFICE**

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

2520 N. CR 427  
Longwood, FL 32750

## **ARTICLE X. AMENDMENT**

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

## ARTICLE XI. OFFICERS

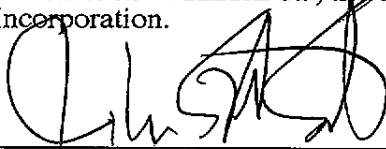

The following persons are the initially elected officers of the corporation and are to hold office until the next annual meeting.

PRESIDENT  
VICE PRESIDENT  
SECRETARY  
TREASURER

JOHN SCOTT SMITH  
SHERYL SMITH  
JOHN SCOTT SMITH  
SHERYLSMITH

## ATTESTATION

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation.

  
\_\_\_\_\_  
JOHN SCOTT SMITH  
April 17, 2000  
\_\_\_\_\_  
SHERYL SMITH  
April 17, 2000

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/OFFICE**

Pursuant to the provisions of sections 607.0501, 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.

1. The name of the corporation is **FUN TO BE FIT, INC.**
2. The name and address of the registered agent and office is:

**SCOTT SMITH**  
**3801 W. Lake Mary Blvd., Suite 119**  
**Lake Mary, FL 32746**

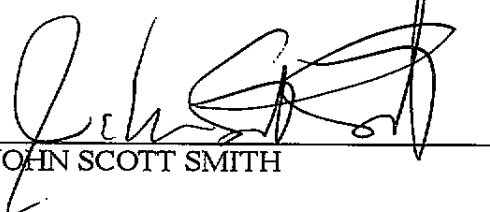
SIGNATURE

  
\_\_\_\_\_  
**JOHN SCOTT SMITH**  
Incorporator

**FILED**  
**00 MAY - 1 AM 9:12**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 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.**

SIGNATURE

  
\_\_\_\_\_  
**JOHN SCOTT SMITH**