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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

DG Health & Fitness Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT # 4000000289033

ARTICLES OF INCORPORATION
In compliance with Chapter 607, F.S.

ARTICLE I NAME
The name of the corporation shall be: DG Health & Fitness Inc.

ARTICLE II PRINCIPAL OFFICE
The principal place of business and mailing address of this corporation shall be: P. O. Box 610055, North Miami, Florida 33261-0055

ARTICLE III PURPOSE
The purpose for which the corporation is organized is: Provide professional fitness services as personal training, fitness assessment, exercise programs, massage therapy, etc. We also provide management services for fitness and sport facilities.

ARTICLE IV SHARES
The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$0.01.

ARTICLE V OFFICERS/DIRECTORS
The initial Director of the corporation is:
David R. Gonzalez, P. O. Box 610055, North Miami, Florida 33261-0055

ARTICLE VI REGISTERED AGENT
The name and Florida Street address of the registered agent is: Business Filings Incorporated, 1 East Broward Blvd., Suite 700, Fort Lauderdale, Florida 33301. Located in the County of Broward.

ARTICLE VII INCORPORATOR
The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, 8025 Excelsior Dr, Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: *Rick Oster*
Rick Oster - Vice President
Business Filings Incorporated

Date 5-26-00

Signature: *Richard Oster*
Richard Oster, Incorporator

Date 5-26-00

The document was prepared by:
Richard Oster, 8025 Excelsior Dr, Suite 200, Madison, WI 53717. 608-827-5300

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