# 432 N.E. THIRD AVENUE FORT LAUDERDALE, FLORIDA 33301-3234

BROWARD (954) 765-1400 / FAX (954) 765-1421

July 18, 2000

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

Re: EASY JUMP WORKOUT SYSTEM, INC.

Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check in the amount of \$78.75 covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address.

Thank you for your attention to this matter.

Sincerely

Edward de R.//Cayia, P.A.

EC/ss

Enclosures

STURE TARY OF STATE STUDIES OF CORPORATIONS

\*\*\*\*\*\*78.75 \*\*\*\*\*\*78.75

(1/24/00

#### ARTICLES OF INCORPORATION OF

FILED SECRETARY OF STATE CIVISION OF CORPORATIONS

# EASY JUMP WORKOUT SYSTEM, INC.

00 JUL 20 PH 3: 59

#### ARTICLE I. NAME

The name of the corporation shall be EASY JUMP WORKOUT SYSTEM, INC.

### ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

### ARTICLE III. PURPOSE

This corporation is organized to engage in all business acts authorized under the laws of the State of Florida, and to do any and all acts necessary to the fulfillment of such endeavors.

#### ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 value stock.

### ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 6227 Bayview Drive, Bldg.2, #1, Fort Lauderdale, FL 33308. The name and address of the initial registered agent of this corporation is ROBERT WALASON at 6227 Bayview Drive, Bldg. 2, #1, Fort Lauderdale, FL 33308.

## ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased from time to time according to the ByLaws. The name and address of the initial Director of the corporation is ROBERT WALASON, of 6227 Bayview Drive, Bldg. 2, #1, Fort Lauderdale, FL 33308.

### ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of

Incorporation is as follows: ROBERT WALASON at 6227 Bayview Drive, Bldg. 2, #1, Fort Lauderdale, FL 33308.

### ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting date.

### ARTICLE X. SHAREHOLDER QUORUM AND VOTING

Fifty one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented and entitled to vote at the meeting shall be the act of the shareholders.

### ARTICLE XI. MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation, shall be managed under the Board of Directors of the corporation.

# ARTICLE XII. DIRECTORS' TERMS

The shareholders of this corporation shall be entitled to remove any Director from office during his term.

### ARTICLE XIII. DIRECTOR QUORUM AND VOTING

One (1) Director shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of the Directors present shall be the act of the Board of Directors.

### ARTICLE XIV. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or

otherwise transferred to other persons unless such shares are first offered to the initial shareholders of the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

## ARTICLE XV. INDEMNIFICATION

This corporation shall indemnify all current or former officers or Directors to the full extent permitted by law.

### ARTICLE XVI. AMENDMENT

This corporation reserves the right to amend or repent any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this <u>/8</u> day of July, 2000.

ROBERT WALASON, Incorporator

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was acknowledged before me on this 18 day of July, 2000, by ROBERT WALASON, who identified himself by 2000.

The foregoing instrument was acknowledged before me on this 18 day of July, 2000, by ROBERT WALASON, who identified himself by 2000.

My commission expires:

Notary Public - State of Florida

Edward Cayla

My Commission CC670645

The undersigned, having been named as Registered Agent to accept Service of Process for EAST JUMP WORKOUT SYSTEM, INC., at 6227 Bayview Drive, Bldg. 2, #1, Fort Lauderdale, FL 33308, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of his duties.

Expires August 10, 2001

ROBERT WALASON, Reg. Agent

FILED STATE NOT CORPORATION 11 20 PM 3: 59