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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE
8-10-00

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 14 AM 8:58

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FLORIDA PROFIT CORPORATION OR P.A.

TAFT HOLLYWOOD FIRNESS CENTER, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF EFFECTIVE DATE
8-10-00

TAFT HOLLYWOOD FITNESS CENTER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I

The name of this Corporation shall be TAFT HOLLYWOOD FITNESS CENTER, INC.

ARTICLE II

The principal office of the corporation or the mailing address is 6981 Taft Street, Hollywood, Florida 33024.

ARTICLE III

The capital stock authorized and the par value thereof shall be 10,000 shares of one class of common stock with a par value of \$1.00 per share.

ARTICLE IV

The shareholders of the Corporation do not have any preemptive rights to acquire the corporation's unissued shares.

ARTICLE V

The street address of the initial registered office of this Corporation is 8180 N. W. 36 Street, Suite 100, Miami, Florida 33166. The name of the initial Registered Agent of this Corporation at that office is Scott R. Willinger, Esq.

ARTICLE VI

The name and address of the each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Scott R. Willinger, Esq.	8180 N. W. 36 Street Suite 100 Miami, Florida 33166

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ARTICLE VIII

The Corporation's existence shall commence upon execution of these Articles.

IN WITNESS WHEREOF, the undersigned incorporator SCOTT R. WILLINGER, ESQ. for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true this 10 day of August, 2000.

Scott Willinger
SCOTT R. WILLINGER, ESQ.

STATE OF FLORIDA)
COUNTY OF DADE) SS:

This foregoing Articles of Incorporation was acknowledged before me this 10 day of August, 2000, by SCOTT R. WILLINGER, ESQ. who is personally known to me or who has produced _____ as identification and who did take an oath.

NOTARY PUBLIC:

Signature: Dinora Mendez
Print Name: _____
State of Florida at Large

My Commission Expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That TAFT HOLLYWOOD FITNESS CENTER, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at City of Miami, County of Miami-Dade, State of Florida, has named SCOTT R. WILLINGER, ESQ., located at 8180 N. W. 36 Street, Suite 100, Miami, Florida 33166, City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By: Scott Willinger
SCOTT R. WILLINGER, ESQ.
(REGISTERED AGENT)

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