PODOWS/583



World Gym Fitness and Aerobic Complex 4762 N. Congress Ave. Boynton Beach Fl 33462 00 AUG 24 AM 11: 43

SECNETARY OF STATE TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

I. FITNESS SYSTEMS (Corporation Name)	Document #)
2(Corporation Name)	(Document #) 2000033717222
3. (Corporation Name)	-08/24/0001058001 *****79,50 *****78,75 (Document #)
(Corporation Name) Walk in Pick up time Mail out Will wait	(Document #) Certified Copy Photocopy Certificate of Status
NEW FILINGS Profit Not for Profit Limited Liability Domestication Other OTHER FILINGS Annual Report	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/QUALIFICATION
Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other

Examiner's Initials Ply 129/00/

FILED

OO AUG 24 AMII: 43

SECKETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FITNESS SYSTEMS OF BOCA, INC.

Article I-Name and Address

The name of this corporation is **FITNESS SYSTEMS OF BOCA, INC.** with its principal address as 16389 Bridlewood Circle, Delray Beach, Florida 33445.

Article II-Duration

This corporation shall exist perpetually.

Article III-Purpose and Powers

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description. The corporation shall have all of the powers authorized under applicable law.

Article IV-Shares of Stock

The corporation is authorized to issue one hundred (100) shares of common stock with no par value.

Article V- Initial Registered Office and Agent

The street address of initial registered office of this corporation is 16389 Bridlewood Circle and the name of the initial registered agent of this corporation at that address is ANN WOOLARD.

Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws but shall never be less than two (2). The name and address of the initial director of this corporation are:

JAMES J. WOOLARD 16389 Bridlewood Circle Delray Beach, Fl. 33445

ANN WOOLARD 16389 Bridlewood Circle Delray Beach, Fl. 33445

<u>Article VII – Incorporators</u>

JAMES J. WOOLARD 16389 Bridlewood Circle Delray Beach, Fl. 33445

ANN WOOLARD 16389 Bridlewood Circle Delray Beach, Fl. 33445

Article VIII - Amendment

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, the 8 day of 000

ANN WOOLARD

WOOLARD

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 submitted, incompliance with said Act:

First-That FITNESS SYSTEMS OF BOCA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at the City of Lake Worth, County of Palm Beach, State of Florida, has named Ann Woolard, 16389 Bridlewood Circle, City of Delray Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the 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.

ANN WOOLARD Registered Agent

OO AUG 24 AM II: 43

STATE OF FLORIDA	
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the sate and county set forth above, personally appeared ANN WOOLARD, who are <u>personally known to me or who have produced as identification</u> and who did execute the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this the And day of August, 1999 2000

Candy A. Gonzalez

My Commission CC683907

Expires November 9, 2001

Signature of Notary

Candy A. Gonzalez (Printed Name of Notary)

Notary Public, State of Flokida

CC683907 (Commission Number)

My commission expires: Nov. 9, 2001