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FILED
01 JAN 16 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 9, 2001

Florida Dept. of State
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

Gentlemen:

Please find enclosed a check for \$ 70.00 as a filing fee for
the Articles of Incorporation and Registered Agent
Designation of

MISHI FITNESS GROUP, INC.

Please return the appropriate documents directly to me.

Thank you for your kind assistance.

Very truly yours,

Robert K. Touhy, CPA

Robert K. Touhy, MBA, CPA
ROBERT K. TOUHY, CPA, P.A.
403 SW 8TH STREET
FORT LAUDERDALE, FLORIDA 33315
954-462-8046

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FD OF STATE 1-850-488-9000
SEE WWW.SUNBIZ.ORG FOR ALL INFORMATION

D. BROWN JAN 17 2001

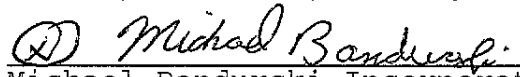
ARTICLES OF INCORPORATION

The undersigned, MICHAEL BANDURSKI, does hereby execute and acknowledge the following Articles of Incorporation:

MISHI FITNESS GROUP, INC.

1. The general purpose for which the corporation is initially organized is the transaction of any and all lawful business for which corporations may be incorporated, including providing fitness consulting and sales of fitness merchandise to Japan under Chapter 607.164 of the Florida Statutes.
2. The aggregate number of shares which the corporation shall have the authority to issue is ONE THOUSAND (1,000) shares of One Dollar (\$ 1.00) par value common stock.
3. The street address of the corporation's initial registered office is 1005 NE 17th Court # A, Fort Lauderdale, Florida 33305. The name of the initial registered agent is Michael Bandurski. The address of the principal business office is 1005 NE 17th Court # A, Fort Lauderdale, Florida 33305.
4. The corporation shall have no directors. The powers and duties conferred or imposed upon the Board of Directors by Chapter 607, Florida Statutes, shall be exercised or performed by the stockholders.
5. The name and address of the corporation's incorporator is Michael Bandurski, 1005 NE 17th Court # A, Fort Lauderdale, Florida 33305.
6. The corporation shall indemnify any officer or director to the full extent permitted by law.

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent this 9th day of January, 2001 and that I am the incorporator of the foregoing Articles of Incorporation.


Michael Bandurski Incorporator
and Resident Agent

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