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ACCOUNT NO. : 072100000032

REFERENCE : 105323 11960A

AUTHORIZATION :

Patricia K...

COST LIMIT : \$ 70.00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2001 APR -5 PM 4:21

FILED

ORDER DATE : April 5, 2001

ORDER TIME : 3:06 PM

ORDER NO. : 105323-005

CUSTOMER NO: 11960A

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CUSTOMER: Phillip J. Jones, Esq
Wilkins Frohlich Jones Hevia
Russell & Sutter, P.a.
Sixth Floor
18501 Murdock Circle
Port Charlotte, FL 33948

DOMESTIC FILING

NAME: CHARLOTTE HEALTH & FITNESS
CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 APR -5 PM 3:57
NOT RETURNED
TO AGENCY OF FILING
SUFFICIENCY OF FILING

4/6/01

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

CHARLOTTE HEALTH & FITNESS CENTER, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these articles to be delivered to the Department of State, State of Florida for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is CHARLOTTE HEALTH & FITNESS CENTER, INC.

ARTICLE 2. - DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$10.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 3250 Loveland Boulevard, Port Charlotte, FL 33980. The name of the initial registered agent at such address is OLAWALE IDEWU.

ARTICLE 6. - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than three.

ARTICLE 7. - INITIAL DIRECTOR

The name and post office address of the initial director is:

<u>NAME</u>	<u>ADDRESS</u>
OLAWALE IDEWU	3250 Loveland Boulevard Port Charlotte, FL 33980

ARTICLE 8. - INCORPORATOR

The name and post office address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
OLAWALE IDEWU	3250 Loveland Boulevard Port Charlotte, FL 33980

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto
subscribed his name and affixed his seal this 4 day of
April, 2001.

Witnesses:

Nancy S. Dichter

OLAWALE IDEWU

STATE OF FLORIDA:

COUNTY OF CHARLOTTE:

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized in the State and County named above to
take acknowledgments, personally appeared OLAWALE IDEWU to me
known to be the person described as incorporator or who has
produced _____ as
identification, and who executed the foregoing Articles of
Incorporation, and he acknowledged that he executed the same for
the purposes therein stated and did not take an oath.

WITNESS my hand and official seal in the State and
County aforesaid this 4 day of April, 2001.

NOTARY PUBLIC:

Phillip J. Jones
Sign

Print Name

OFFICIAL NOTARY SEAL
PHILLIP J JONES
Commission No. _____
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC743941
My Comm. Expires June 15, 2002

FILED

2001 APR -5 PM 4:21

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND
REGISTERED OFFICE FOR THE SERVICE OF PROCESS**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

CHARLOTTE HEALTH & FITNESS CENTER, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at 3250 Loveland Boulevard, Port Charlotte, County of Charlotte, State of Florida, has designated OLAWALE IDEWU, whose street address is 3250 Loveland Boulevard, Port Charlotte, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

CHARLOTTE HEALTH & FITNESS CENTER, INC.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



Olawale Idewu