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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

t.t.o.s.b.t. cindycated health & fitness, inc.

Certificate of Status	0
Certified Copy	1
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MAY 1 1 2001

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

H01000064903

ARTICLES OF INCORPORATION

④

of

T. T. O. S. B. T. CINDYCATED HEALTH + FITNESS, INC.

(Name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the corporation and address of the corporation is:
(Principal)

T. T. O. S. B. T. CINDYCATED HEALTH + FITNESS, INC.

8281 SW 128 ST. APT. 110 MIAMI, FL 33156

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIFTY Shares (50) of TEN Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares"

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this corporation is CYNTHIA ANN HUGHES

Name: CYNTHIA ANN HUGHES

Address: 8281 SW 128 St. APT. 110

City: MIAMI State: FL Zip 33156

PREPARED BY:

DOUGLAS W. OESTERLE
9506 S RED ROAD
MIAMI, FL 33156
305-665-7155

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name: CYNTHIA ANN HUGHES
Address: 8281 SW 128 St Apt 110
City: MIAMI State: FL Zip: 33156

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

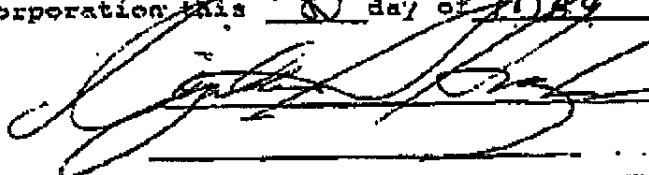
ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: CYNTHIA ANN HUGHES
Address: 8281 SW 128 St Apt 110
City: MIAMI State: FL Zip: 33156

Name: _____
Address: _____
City: _____ State: _____ Zip: _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 8 day of MAY 2000.

 (Seal)
(Seal)

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CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent

of:

T. T. O. S. B. T. Cynvicated Health & Fitness, Inc.

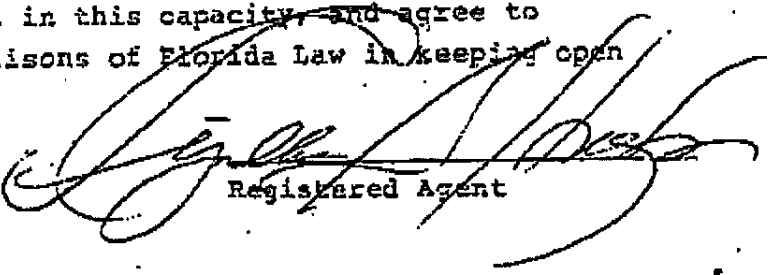
Pursuant to Florida Statutes, Section 48.091 and 607.034,
the following is submitted: The above Corporation, desiring
to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation

at: 8291 SW 128 St. Apt. 110Miami, FL 33156has named: CYNTHIA ANN HUGHES

located at the aforesaid address, as its Registered Agent to
accept service of process within this state.

ACKNOWLEDGEMENT

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


Registered Agent

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