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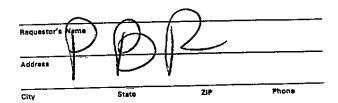
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CORPORATION(S) NAME

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Inc.		
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Acknowledgment

W.P. Verifier

2001 JUN 15 PM 1:41 SECRETARY OF STATE TALLAHASSEE FLORIDA

May 23, 2000

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

7

RE: MIKE QUINN INSTITUTE OF FITNESS BY PETER PARENTE, INC.

Gentlemen:

Enclosed please find the original and two copies of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the filing fees, copy of Articles of Incorporation and fee for registered agent designation for the above named corporation.

Please mail the corporate kit to PETER J. PARENTE at 5831 B FOX HOLLOW DRIVE, BOCA RATON, FL, 33486. Please send a copy of the approved Articles to Wachholder & Streimer, 7501 N.W. 4th Street #112, Plantation, FL 33317.

Very truly yours,

ARTICLES OF INCORPORATION

FILED

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of

SECRETARY OF STATE

MIKE QUINN INSTITUTE OF FITNESS BY PETER PARENTE, TAKLAHASSEE FLORIDA

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

The name of the corporation is:

MIKE QUINN INSTITUTE OF FITNESS BY PETER PARENTE, INC.

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 SIX HUNDRED shares (600) of One Dollar(s) (\$1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

PETER J. PARENTE 5831 B FOX HOLLOW DRIVE BOCA RATON, FL 33486

The Principal office if known or the mailing address of the corporation is:

PETER J. PARENTE 5831 B FOX HOLLOW DRIVE BOCA RATON, FL 33486

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one, director(s) 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:

PETER J. PARENTE 5831 B FOX HOLLOW DRIVE BOCA RATON, FL 33486

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

PETER J. PARENTE 5831 B FOX HOLLOW DRIVE BOCA RATON, FL 33486

(Incorporator)

FILED

2001 JUN 15 PM 1:41

CERTIFICATE AND ACKNOWLEDGMENT SECRETARY OF STATE OF REGISTERED AGENT TALLAHASSEE FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

MIKE QUINN INSTITUTE OF FITNESS BY PETER PARENTE, INC.

Pursuant to Florida Statutes Sections 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 5831 B FOX HOLLOW DRIVE, BOCA RATON, FL, 33486 has named PETER J. PARENTE, located at the aforesaid address, as its Registered Agent to accept service of process within this state. The principal and mailing address of the corporation is the same as the registered agent.

ACKNOWLEDGMENT

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 provisions of Florida Law in keeping open said office.

(registered agent)