

P01000073571

July 7, 2001

Pounds Away, Inc.  
8537 Mizell Dr.  
Melbourne, Florida 32940

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re.: POUNDS AWAY, INC.

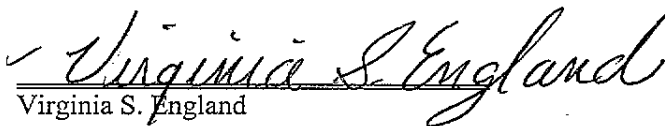
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-07/24/01--01038--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

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

This represents the cost of the filing Fees and Registered Agent Designation for the above named corporation.

Sincerely,

  
Virginia S. England

FILED  
01 JUL 24 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FL 09100

7-26-01  
WC

FILED  
01 JUL 24 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
POUNDS AWAY, INC.

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 is:

POUNDS AWAY, INC.

The principal office (and mailing address) of the corporation is:

8537 MIZELL DR., MELBOURNE, FLORIDA 32940

ARTICLE II - DURATION

Corporation will 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 United States and State of Florida laws.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1,000) of One Dollar (\$1.00) par value Common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name & address of the Initial Registered Agent of this corporation is:

Name: VIRGINIA S. ENGLAND

Address: 8537 MIZELL DR., MELBOURNE, FLORIDA 32940

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):

Name: VIRGINIA S. ENGLAND

Address: 8537 MIZELL DR.

City/State: MELBOURNE, FLORIDA 32940

## ARTICLE VII - INCORPORATOR

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

Name: VIRGINIA S. ENGLAND  
Address: 8537 MIZELL DR.  
City/State: MELBOURNE, FLORIDA 32940

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19<sup>th</sup> day of July, 2001.

*Virginia S England*  
VIRGINIA S. ENGLAND

STATE OF FLORIDA )  
COUNTY OF Brevard )  
SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Virginia S. Wilson England

known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 19 day of July, 2001.



Vickie B. Guy  
MY COMMISSION # CC765765 EXPIRES  
August 9, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

001.   
Notary Public, State of Florida

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT  
  
CERTIFICATE OF REGISTERED AGENT OF  
  
POUNDS AWAY, INC.

FILED  
01 JUL 24 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

8537 MIZELL DR.

MELBOURNE, FLORIDA 32940

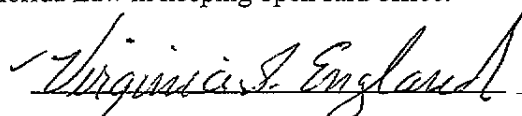
has named

VIRGINIA S. ENGLAND

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  
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)