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Florida Department of State
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

DEB'S FITNESS CENTER, INC.

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| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 02 |
| Estimated Charge | \$70.00 |

CAPITAL CONNECTION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION OF
DEB'S FITNESS CENTER, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is **DEB'S FITNESS CENTER, INC.**

ARTICLE II

The existence of the corporation shall begin on the filing of these Articles Of Incorporation Of Deb's Fitness Center, Inc.

ARTICLE III

The street address of the principal office of the corporation is 3836 S.E. Dixie Highway, Stuart, Florida 34997

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 1,000, par value \$1.00 per share, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the corporation's registered office is 3836 S.E. Dixie Highway, Stuart, Florida 34997. The initial registered agent for the corporation at that address is Susan Thompson.

ARTICLE VI

The name and street address of the incorporator of these articles of incorporation is Susan Thompson, 3836 S.E. Dixie Highway, Stuart, Florida 34997.

The undersigned has executed these articles of incorporation on January 22, 2002.

WITNESSES:

Alice T. Kelly
Print Name: Alice T. Kelly

Sam C. Kelly Jr.
Print Name: Sam C. Kelly Jr.

Susan Thompson
SUSAN THOMPSON
3836 S.E. Dixie Highway
Stuart, Florida 34997

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**Designation and Acceptance of Registered Agent
for a Florida Corporation**

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is DEB'S FITNESS CENTER, INC.
2. The name of the registered agent is SUSAN THOMPSON.
3. The address of the registered agent/registered office is 3836 S.E. Dixie Highway, Stuart, Florida 34997.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


SUSAN THOMPSON

Dated: 1-22-02

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