Electronic Articles of Incorporation For

P02000040867 FILED April 16, 2002 Sec. Of State

INSIDE-OUT PILATES AND FITNESS, INC

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

INSIDE-OUT PILATES AND FITNESS, INC

Article II

The principal place of business address:

150 PINEVIEW RD APT. F-3 JUPITER,, FL. 33469

The mailing address of the corporation is:

150 PINEVIEW RD APT. F-5 JUPITER., FL. 33469

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000

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Article V

The name and Florida street address of the registered agent is:

KRISTEN REEVES 150 PINEVIEW RD APT F-3 JUPITER, FL. 33469

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: KRISTEN REEVES

Article VI

The name and address of the incorporator is:

KRISTEN REEVES 150 PINEVIEW RD APT F-3 JUPITER FL 33469

Incorporator Signature: KRISTEN REEVES

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P KRISTEN REEVES 150M PINEVEIW RD APT F-3 JUPITER, FL. 33469