

P02000045993

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(City/State/Zip/Phone #)

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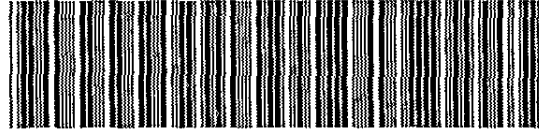
(Business Entity Name)

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04 MAR -3 PM 1:02
STATE OF ALABAMA
TALLAHASSEE, FLORIDA

Mengler
T. Lewis 3/3/04

2-23-04

Florida Department of State

1. I have enclosed the following:
 - a. Articles Of Merger
 - b. Check
 - c. Application For Registration Of Fictitious Name

2. As requested from your office it was suggested that you process the merger first and then the fictitious name registration second.

3. Thank You. If you have any questions you can contact me at 407-854-4949

Jake Appel

CEO, Fitness International Technology Resources

Florida Department of State

2-23-04

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Jake Appel
CEO, Fitness International Technology Resources

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Fitness International Technology Resources Corp.
(Name of surviving corporation)

The enclosed merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jake Appel

(Name of person)

(Name of firm/company)

6842 Scythe Ave

(Address)

Orlando, FL, 32812

(City/state and zip code)

For further information concerning this matter, please call:

Jake Appel

(Name of person)

at (407) 854-4949
(Area code & daytime telephone number)

- ☒ Certified copy (optional) \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50; please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 18, 2004

JALCE APPEL
6842 SCYTHER AVE.
ORLANDO, FL 32812

SUBJECT: FITNESS INTERNATIONAL TECHNOLOGY RESOURCES CORP.
Ref. Number: P02000045993

We have received your document for FITNESS INTERNATIONAL TECHNOLOGY RESOURCES CORP. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee for filing articles of merger is \$35 per party to the merger. There is a balance of \$35 due.

The merger should include the manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 704A00011089

ARTICLES OF MERGER (Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Fitness International Technology Resources Corp.	Florida	P02000045993

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
Fitness International Training Techniques Corp.	Florida	P98000071594

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 01 / 01 / 04 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on _____.

The Plan of Merger was adopted by the board of directors of the surviving corporation on
31 Dec, 2003 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on _____.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on
31 Dec, 2003 and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

Fitness International Technology

Resources Corp.

Fitness International Training

Techniques Corp.

Jake D. Appel, CEO

Jake D. Appel, CEO

PLAN OF MERGER

(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

Fitness International Technology Resources Corp.

Florida

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

Fitness International Training Techniques Corp.

Florida

Third: The terms and conditions of the merger are as follows:

Same owner of each corporation and merging both together with Fitness International Technology Resources being the survivor.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Surviving corporation Fitness International Technology Resources will assume all assets of Fitness International Training Techniques.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

Articles will stay the same.

OR

Restated articles are attached:

Other provisions relating to the merger are as follows:

N/A