

**Electronic Articles of Incorporation
For**

**P02000074233
FILED
July 08, 2002
Sec. Of State**

HEALTH & FITNESS EXPRESS, 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:

HEALTH & FITNESS EXPRESS, INC

Article II

The principal place of business address:

1218 SOUTH BERMUDA AVE.
KISSIMMEE, FL. 34741

The mailing address of the corporation is:

179 BOSTON POST ROAD
MILFORD, CT. 06460

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:

1000

Article V

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

DANIEL J GERMAN SR.
5308 E. IRLO BROWNSON HWY
ST. CLOUD, FL. 34771

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

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Registered Agent Signature: DANIEL GERMAN

Article VI

The name and address of the incorporator is:

DANIEL GERMAN
179 BOSTON POST ROAD, MILFORD, CT 06460

Incorporator Signature: DANIEL GERMAN

Article VII

The effective date for this corporation shall be:

07/08/2002