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August 13, 2002

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

100007164971-8
-08/16/02--01039--001
*****70.00 *****70.00

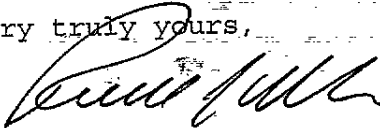
Re: Incorporation/Florida Fitness World, Inc.

Dear Sir:

Enclosed please find duplicated Articles of Incorporation for Florida Fitness World, Inc. Also enclosed is my check in the amount of \$70.00 in payment of the filing fee.

Should these Articles be accepted, kindly forward the letter of acknowledgment to the undersigned.

Very truly yours,



Randall J. Marshall

RJM/sd
enc.

FILED
02 AUG 16 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

fm 8/19

ARTICLES OF INCORPORATION
OF
FLORIDA FITNESS WORLD, INC.

FILED
02 AUG 16 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE:

The name of the Corporation is FLORIDA FITNESS WORLD, INC.

ARTICLE TWO:

The duration of the corporation is perpetual with commencement at the time of filing these Articles.

ARTICLE THREE:

The general purposes for which the corporation is organized are:

1. To engage in any or all of the aspects of physical fitness.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

ARTICLE FOUR:

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share. All shares shall be common stock.

ARTICLE FIVE:

The street address of the initial registered office of the corporation is 620 Bernasek, DeBary, FL 32713, and the name of its initial registered agent at such address is MICHAEL TARANTO. This address is also the address of the principal office and mailing address for the corporation. MICHAEL TARANTO, by executing these ARTICLES states that he is familiar with and accepts the duties and responsibilities as registered agent for this corporation.

ARTICLE SIX:

The number of directors constituting the initial board of directors of the corporation is two

(2). The names and addresses of the persons who are to serve as members of the initial board are:

<u>NAME</u>	<u>ADDRESS</u>
Michael Taranto	620 Bernasek DeBary, FL 32713
Judy Taranto	620 Bernasek DeBary, FL 32713

ARTICLE SEVEN:

The name and address of the incorporator is:

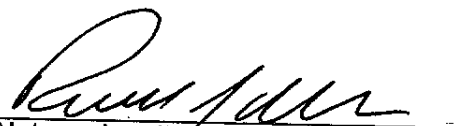
<u>NAME</u>	<u>ADDRESS</u>
Michael Taranto	620 Bernasek DeBary, FL 32713

Executed by the undersigned at Orange City, Florida, on the 13th day of August, 2002.


MICHAEL TARANTO
Incorporator/Registered Agent

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 13th day of August, 2002, by MICHAEL TARANTO, (X) who is personally known to me or () who has produced _____ as identification.


Notary signature
Randall J. Marshall
Notary name printed
Commission No. _____
My commission expires: _____

