

P02000089755

Don David & Associates, Inc.

Accounting & Bookkeeping Services for Small Business

P.O.Box 340108
E-Mail DnDvd@aol.com

Tampa, Florida 33694

Phone 813-264-1674
FAX 813-264-7526

July 19, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000006736080--0
-07/29/02--01089--004
*****78.75 *****78.75

Subject: Plan-It Fitness, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$ 78.75 representing payment for the filing fee and a Certified Copy. Please send back to:

Don David & Associates, Inc.
P.O.Box 340108
Tampa, Florida 33694-0108

Thank you for your assistance in this matter.

Sincerely,


Don David

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

u 8/19



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 30, 2002

DON DAVID & ASSOCIATES, INC.
P.O. BOX 340108
TAMPA, FL 33694-0108

SUBJECT: PLAN-IT FITNESS, INC.
Ref. Number: W02000021825

We have received your document for PLAN-IT FITNESS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 502A00045818

ARTICLES OF INCORPORATION

OF

PLAN-IT FITNESS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: PLAN-IT FITNESS, INC.

ARTICLE II - PURPOSE

The corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

13968 West Hillsborough Avenue
Tampa, FL 33635

ARTICLE IV - SHARES

The maximum number of shares that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.01 per share.

ARTICLE V - EXISTENCE

The existence of the corporation shall commence on ~~July 15, 2002~~ and shall have perpetual existence.
August 20, 2002

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator of this corporation are:

Sandra Y. Sullivan
13968 West Hillsborough Ave.
Tampa, FL 33635

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Sandra Y. Sullivan
13968 West Hillsborough Ave.
Tampa, FL 33635

ARTICLE VIII - DIRECTOR(S)

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director are:

Sandra Y. Sullivan
13968 West Hillsborough Ave.
Tampa, FL 33635

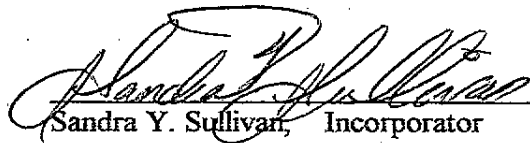
ARTICLE IX - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS


The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this ~~XXXXXX~~ 16th day of August, 2002.


Sandra Y. Sullivan, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


Sandra Y. Sullivan

~~August 16, 2002~~
August 16, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA