

**Electronic Articles of Incorporation
For**

P02000120702
FILED
November 12, 2002
Sec. Of State

G3 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:

G3 FITNESS, INC.

Article II

The principal place of business address:

2385 EXECUTIVE CENTER DRIVE
SUITE 100
BOCA RATON, FL. 33431

The mailing address of the corporation is:

2385 EXECUTIVE CENTER DRIVE
SUITE 100
BOCA RATON, FL. 33431

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:

100

Article V

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

FREDERICK F GREENE
3308 TUSCANY WAY
BOYNTON BEACH, FL. 33435

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

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Registered Agent Signature: FREDERICK F GREENE

Article VI

The name and address of the incorporator is:

FREDERICK F GREENE
3308 TUSCANY WAY
BOYNTON BEACH, FL 33435

Incorporator Signature: FREDERICK F GREENE

Article VII

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

Title: PVPT
FREDERICK F GREENE
3308 TUSCANY WAY
BOYNTON BEACH, FL. 33435 US