

**Electronic Articles of Incorporation
For**

**P02000125477
FILED
November 26, 2002
Sec. Of State**

AMERICAN FITNESS CENTERS INCORPORATED

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:

AMERICAN FITNESS CENTERS INCORPORATED

Article II

The principal place of business address:

7139 W HWY 98
PANAMA CITY BEACH, FL. US 32407

The mailing address of the corporation is:

800 JOAN LANE
PANAMA CITY, FL. US 32404

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:

2

Article V

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

DARYLE W BURKEY
7139 W HWY 98
PANAMA CITY BEACH, FL. 32407

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

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Registered Agent Signature: DARYLE W BURKEY

Article VI

The name and address of the incorporator is:

DARYLE W BURKEY
800 JOAN LANE
PANAMA CITY FL 32404

Incorporator Signature: DARYLE W BURKEY

Article VII

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

Title: P
DARYLE W BURKEY
800 JOAN LANE
PANAMA CITY, FL. 32404 US

Title: VP
MELANIE F BURKEY
800 JOAN LANE
PANAMA CITY, FL. 32404 US

Article VIII

The effective date for this corporation shall be:

12/01/2002