

**Electronic Articles of Incorporation
For**

**P02000132738
FILED
December 19, 2002
Sec. Of State**

ATHLETIC CLUB USA, 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:
ATHLETIC CLUB USA, INC.

Article II

The principal place of business address:
0031 PINES BLVD # 226
PEMBROKE PINES, FL. 33024

The mailing address of the corporation is:
P.O. BOX 278781
MIRAMAR, FL. 33027

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:
10,000

Article V

The name and Florida street address of the registered agent is:
INCORPORATE USA, INC.
3150 SANDY RIDGE DR
CLEARWATER, FL. 33761

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

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Registered Agent Signature: JOHN MARTIN FOR INCORPORATE USA, INC.

Article VI

The name and address of the incorporator is:

JOHN F. MARTIN , INCORPORATE USA, INC.
3150 SANDY RIDGE DR

CLEARWATER, FL 33761

Incorporator Signature: JOHN F. MARTIN

Article VII

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

Title: P
BENJAMIN BEAUHARNAIS
1860 SW 101 WAY
MIRAMAR, FL. 33025

Article VIII

The effective date for this corporation shall be:

01/01/2003