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**FLORIDA PROFIT CORPORATION OR P.A.**

**Elite Nutrition & Fitness, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
ELITE NUTRITION & FITNESS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I: NAME**

The name of the corporation ("Corporation") is:

**ELITE NUTRITION & FITNESS, INC.**

**ARTICLE II: PRINCIPAL OFFICE**

The street address and mailing address of the corporation is:

6725 W. Indiantown Road, Suite 40  
Jupiter, FL 33458

**ARTICLE III: CAPITAL STOCK**

The maximum number of shares this Corporation is authorized to issue is 1000 shares having a par value of \$1.00 (One Dollar) per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE IV: REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Ellen D'Arcangelo  
6725 W. Indiantown Road, Suite 40  
Jupiter, FL 33458.

**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is:

Ellen D'Arcangelo  
18675 Misty Lake Drive  
Jupiter, FL 33458

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**ARTICLE VI: INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors of the Corporation are: Ellen D'Arcangelo, 18675 Misty Lake Drive, Jupiter, FL 33458; Chuck Biondo, 5663 Holly Lane, Jupiter, FL 33458.

**ARTICLE VII: INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of January, 2003.

By: 

ELLEN D'ARCANGELO

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, ELITE NUTRITION & FITNESS, INC., organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ELITE NUTRITION & FITNESS, INC.
2. The name and street address of the registered agent and office is: Ellen D'Arcangelo, 6725 W. Indiantown Road, Suite 40, Jupiter, FL 33458.

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.

By: 

ELLEN D'ARCANGELO

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