

**Electronic Articles of Incorporation
For**

P03000009428
FILED
January 27, 2003
Sec. Of State

FLORIDA HEALTH & FITNESS CENTERS, 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:

FLORIDA HEALTH & FITNESS CENTERS, INC.

Article II

The principal place of business address:

12571 SPRING HILL DRIVE
SPRING HILL, FL. 34609

The mailing address of the corporation is:

20 SOUTH BROAD STREET
BROOKSVILLE, FL. 34601

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:

1000

Article V

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

THOMAS S HOGAN JR.
20 SOUTH BROAD STREET
BROOKSVILLE, FL. 34601

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

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Registered Agent Signature: THOMAS S. HOGAN, JR.

Article VI

The name and address of the incorporator is:

DEBORAH MCCALL
20 SOUTH BROAD STREET
BROOKSVILLE, FL 34601

Incorporator Signature: DEBORAH MCCALL

Article VII

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

Title: PSTD
FRANK J FLAHERTY
12571 SPRING HILL DRIVE
SPRING HILL, FL. 34609