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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
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SECRETARY OF STATE
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FLORIDA PROFIT CORPORATION OR P.A.
XTREME GYM, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF**

XTREME GYM, INC.

The undersigned incorporates, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt (s) the following Articles of incorporation.

ARTICLE I NAME

The name of the incorporation shall be: XTREME GYM, INC.

The principal place of business of this corporation shall be:

260 71 STREET MIAMI, FL. 33141

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregated number of shares of stock and its value that this corporation is authorized to have out standing at any one time is Five Hundred (500) shares of One Dollar (\$1.00) per value common stock, which shall be designated "Common Shares".

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors (s) is (are) elected, is (are):

**GLORIA LARGO-President
10171 W. BAY HARBOR DR.
BAY HARBOR ISL, FL. 33154**

**OSCAR ALVAREZ-Vice-president
10171 W. BAY HARBOR DR.
BAY HARBOR ISL, FL. 33154**

FLORIDA IMMIGRATION
7309 WEST FLAGLER ST
MIAMI, FL. 33144
TEL 305-280-0214


ARTICLES VI INCORPORATOR (S)

The name(s) and street address (es) of the incorporator(s) to this articles of incorporation is (are):

GLORIA LARGO
10171 W BAY HARBOR DR.
BAY HARBOR ISL, FL. 33154

IN WITNESS WHEREOF, the undersigned incorporator (s) has
(have) executed these Articles of incorporation this 14
JANUARY, 2003

Signature(s) of Incorporate(s)



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

Pursuant to the provision of Section 807.325, Florida Statutes, the Undersigned Corporation, 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.

The name of the corporation:

XTREME GYM, INC.

The name and address of the registered agent and office is:

GLORIA LARGO

260 71 STREET MIAMI BEACH, FL. 33141

(CITY/STATE/ZIP)

SIGNATURE:  X

TITLE: PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THESE DUTIES AND OBLIGATIONS OF SECTION 807.325, FLORIDA STATUTES.

SIGNATURE:  X

DATE: 02-14-03

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