

**Electronic Articles of Incorporation
For**

P03000081695
FILED
July 25, 2003
Sec. Of State

PALMA ROJA FITNESS, 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:

PALMA ROJA FITNESS, INC.

Article II

The principal place of business address:

13448 S.W. 102 LANE
MIAMI, FL. US 33186

The mailing address of the corporation is:

13448 S.W. 102 LANE
MIAMI, FL. US 33186

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:

3000

Article V

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

ARTHUR C GREENFIELD JR.
13448 S.W. 102 LANE
MIAMI, FL. 33186

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

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Registered Agent Signature: ARTHUR C. GREENFIELD

Article VI

The name and address of the incorporator is:

RENEE M. TORRES
13448 S.W. 102 LANE
MIAMI, FL 33186

Incorporator Signature: RENEE M. TORRES

Article VII

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

Title: CEO
ARTHUR C GREENFIELD JR.
13448 S.W. 102 LANE
MIAMI, FL. 33021 US

Title: COO
RENEE M TORRES
13448 S.W. 102 LANE
MIAMI, FL. 33021 US

Article VIII

The effective date for this corporation shall be:

08/01/2003