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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: LADIES FITNESS & HEALTH, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$ 78.75 payable to "Department of State"

for

Filing Fee & Certificate of Status

From: **EVONNE LIAKOS
1867 SEVILLE BLVD. # 422
NAPLES, FLORIDA 34109
(239) 821 - 5818**

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ARTICLES OF INCORPORATION

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

LADIES FITNESS & HEALTH, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**1867 SEVILLE BLVD. # 422
NAPLES, FLORIDA 34109**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

5000 Shares - No Par Common Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**EVONNE LIAKOS
1867 SEVILLE BLVD. # 422
NAPLES, FLORIDA 34109**

ARTICLE V PURPOSE

The purpose for which the corporation is organized is:

HEALTH & FITNESS SERVICES

ARTICLE VI INCORPORATORS

The name(s) and street address(s) of the incorporator(s) to these Articles of Incorporation is(are):

**EVONNE LIAKOS, PRESIDENT / SECRETARY
1867 SEVILLE BLVD. # 422
NAPLES, FLORIDA 34109**

**CONSTANTINE JOHN LIAKOS, VICE-PRESIDENT / TREASURER
1867 SEVILLE BLVD. #422
NAPLES, FLORIDA 34109**

The undersigned incorporator(s) has(have) executed these articles of Incorporation this

21st day of August, 2003.

Evonne Liakos
Signature and Title

8-21-2003
Date

Constantine John Liakos
Signature and Title

8-21-2003
Date

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.0501 or 617.0501, 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.

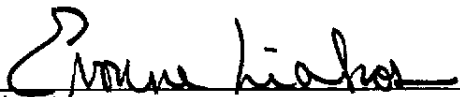
1. The name of the corporation is:

LADIES FITNESS & HEALTH, INC.

2. The Name and address of the registered agent and office is:

EVONNE LIAKOS
1867 SEVILLE BLVD. # 422
NAPLES, FLORIDA 34109

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.


Signature

8-21-2003
Date