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Agoura Hills, California 91301

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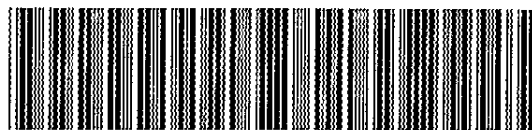
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ARTICLES OF INCORPORATION  
OF  
Muscle Matters Inc.

*The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following articles of incorporation.*

ARTICLE I      NAME

The name of the Corporation shall be: Muscle Matters Inc.

ARTICLE II      PRINCIPAL OFFICE

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

1031 Sorrento Dr.  
Weston, Florida 33326

ARTICLE III      SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1500 at \$0.01 par value per share.

ARTICLE IV      INITIAL DIRECTORS

The name(s) and address(s) of the initial Director(s) is/are:

Dean J. Finney, L.M.T.  
1031 Sorrento Dr.  
Weston, Florida 33326

Kathleen M. Finney  
1031 Sorrento Dr.  
Weston, Florida 33326

ARTICLE V      INITIAL REGISTERED AGENT AND STREET ADDRESS

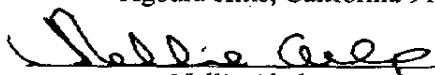
The name and Florida street address of the initial registered agent is:

Dean J. Finney, L.M.T.  
1031 Sorrento Dr.,  
Weston, Florida 33326

ARTICLE VI      INCORPORATOR

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

Nellie Akalp  
30141 Agoura Rd., Suite 205  
Agoura Hills, California 91301

  
\_\_\_\_\_  
Nellie Akalp, Incorporator

6.3.03  
\_\_\_\_\_  
Date

*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.*

  
\_\_\_\_\_  
Dean J. Finney, L.M.T., Registered Agent

09-09-03  
\_\_\_\_\_  
Date

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