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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

CHARLIE HUNT'S FITNESS CENTER, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE FLORIDA**ARTICLES OF INCORPORATION
OF****CHARLIE HUNT'S FITNESS CENTER, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I**NAME AND ADDRESS**

Name: The name of the corporation is Charlie Hunt's Fitness Center, Inc.

Address of Principal Office: The address of the principal office of the corporation is 5539 Nettie Road, Jacksonville, Florida 32207.

Mailing Address: The mailing address of the corporation is 5539 Nettie Road, Jacksonville, FL 32207.

ARTICLE II**DURATION**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if these Articles are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III**PURPOSES**

This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

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ARTICLE IV

CAPITAL STOCK

Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 (One Thousand) shares of voting common stock having a par value of \$.01 (one cent) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 841 Prudential Drive, Suite 1400, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is Gresham R. Stoneburner.

ARTICLE VI

DIRECTORS

(a) **Number.** This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) **Initial Directors.** The name and street address of the member of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Address</u>
Charlie Hunt	5539 Nettle Road Jacksonville, FL 32207

ARTICLE VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not

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alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator of this corporation are:

<u>Name</u>	<u>Address</u>
Gresham R. Stoneburner, Esq.	841 Prudential Drive, Suite 1400 Jacksonville, Florida 32207

ARTICLE IX

INDEMNIFICATION

The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 26th day of September, 2003.



Gresham R. Stoneburner, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent.


Gresham R. Stoneburner, Registered Agent

Dated: September 30, 2003.

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