

P03000/25597

Florida Department of State  
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FLORIDA PROFIT CORPORATION OR P.A.

Shape Up Express Inc.

Certificate of Status	0
Certified Copy	1
Page Count	02
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FAX AUDIT # H030003104152**ARTICLES OF INCORPORATION**

In compliance with Chapter 607, F.S.

**ARTICLE I NAME**The name of the corporation shall be: **Shape Up Express Inc.****ARTICLE II PRINCIPAL OFFICE**The principal place of business and mailing address of this corporation shall be:  
9143 Philips Hwy., Suite 540, Jacksonville, Florida 32256.**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: The company is a new fitness complex that will provide members an opportunity to participate in an upscale express workout regiment with extended services including "Dry Hydro-Massage" and "Tanning".

**ARTICLE IV SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000,000. The par value of each share of stock is \$1.

**ARTICLE V OFFICERS/DIRECTORS**

The initial director of the corporation is:

Bruce Kern, 9143 Philips Hwy., Suite 540, Jacksonville, Florida 32256

**ARTICLE VI REGISTERED AGENT**

The name and Florida Street address of the registered agent is: Bruce Kern, 9143 Philips Hwy., Suite 540, Jacksonville, Florida 32256. Located in the County of Duval.

**ARTICLE VII INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is: Business Filings Incorporated, Mark Schiff, AVP, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

\*\*\*\*\*

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: 

Bruce Kern

Date: 10/31/03

Signature: Business Filings Incorporated, Incorporator  
Mark Schiff, AVP

Date: 10/31/03

The document was prepared by: Business Filings Incorporated, Mark Schiff, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

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