

**Electronic Articles of Incorporation
For**

P03000138622
FILED
November 24, 2003
Sec. Of State

A+ FITNESS 2000, 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:

A+ FITNESS 2000, INC.

Article II

The principal place of business address:

5433 N. UNIVERSITY DR.
SUITE # 120
LAUDERHILL, FL. 33351

The mailing address of the corporation is:

5433 N. UNIVERSITY DR.
SUITE # 120
LAUDERHILL, FL. 33351

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:

100

Article V

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

RICARDO BELTRAN
5433 N. UNIVERSITY DR.
SUITE # 120
LAUDERHILL, FL. 33351

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

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Registered Agent Signature: RICARDO BELTRAN

Article VI

The name and address of the incorporator is:

RICARDO BELTRAN
2423 N.W. 89 DR # 109
CORAL SPRINGS, FL 33065

Incorporator Signature: RICARDO BELTRAN

Article VII

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

Title: P
RICARDO BELTRAN
2423 N.W. 89 DR # 109
CORAL SPRINGS, FL. 33065

Title: VP
CARMEN A BELTRAN
2423 N.W. 89 DR # 109
CORAL SPRINGS, FL. 33065

Article VIII

The effective date for this corporation shall be:

11/24/2003