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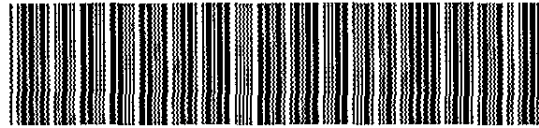
(Business Entity Name)

(Document Number)

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04 FEB -6 PM 12:53
TALLAHASSEE, FLORIDA

D.S. Keck & Co.
4701 No. Federal Hwy. # 319
Lighthouse Pt., Fl. 33064
(954) 943-0424

FEBRUARY 2, 2004

Corporate Records Bureau
Division of Corporations
Dept of State
PO Box 6327
Tallahassee, Fl. 32301

Re: WOMEN'S WORKOUT, INC.

Gentlemen:

Enclosed for filing please find, in duplicate, the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$70.00 representing the following:

Filing fees	\$35.00
Registered Agent Designation	<u>35.00</u>
	\$70.00

I would appreciate your recording this corporation and returning same to our office at your earliest convenience.

Very truly yours,

DiAnne K Hart

FILED

04 FEB -6 PM 12: 53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
Of**

WOMEN'S WORKOUT, INC.

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

ARTICLE 1 NAME

The name of the corporation shall be:

WOMEN'S WORKOUT, INC.

The principal place of business of this corporation shall be:

**121 ELYSIUM DRIVE
ROYAL PALM BEACH, FL 33411**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names(s) and street address(es) of the initial officer(s) and director(s), if any who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

BECKY GLEVENYAK	121 ELYSIUM DRIVE	Pres.
	ROYAL PALM BEACH, FL. 33411	

LESLIE WISNER	168 ROYCOURT CIRCLE	V.Pres./Sec.
	ROYAL PALM BEACH, FL 33411	

ARTICLE VI INCORPORATORS

The name(s) and street address(es) of the incorporator(s) to these articles of Incorporation is (are).

BECKY GLEVENYAK	121 ELYSIUM DRIVE
	ROYAL PALM BEACH, FL. 33411

LESLIE WISNER	168 ROYCOURT CIRCLE
	ROYAL PALM BEACH, FL 33411

The undersigned incorporator(s) have executed these Articles of Incorporation this 29th day of January 2004.

Signature(s) of Incorporator(s)

Becky Glevenyak Leslie Wisner

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:
WOMEN'S WORKOUT, INC.
2. The name and address of the registered agent and office is:

BECKY GLEVENYAK
121 ELYSIUM DRIVE
ROYAL PALM BEACH, FL. 33411

**HAVING BE NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION
607.325 FLORIDA STATUTES.**


Signature