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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : A 1 A CORPORATE SERVICES, INC.
Account Number : I20010000247
Phone : (305) 674-3313
Fax Number : (305) 675-2811

**FLORIDA PROFIT CORPORATION OR P.A.
WOMEN'S FITNESS CLUBS BOYNTON BEACH, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FL 32399-0001

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Articles of Incorporation

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I: NAME

The name of the corporation shall be:

WOMEN'S FITNESS CLUBS BOYNTON BEACH, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business/mailling address is:

8294 S. ELIZABETH AVE.
PALM BEACH GARDENS, Florida 33418

ARTICLE III: PURPOSE

The purpose for which the corporation is organized:

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV: SHARES

The number of shares of stock is:

1,500 COMMON SHARES PAR VALUE \$.01

ARTICLE V: INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es), and title(s) of the directors and officers is/are:

Director:

NANCY FREE

8294 S. ELIZABETH AVE.

PALM BEACH GARDENS, FL 33418

Director:

BILL FREE

8294 S. ELIZABETH AVE.

PALM BEACH GARDENS, FL 33418

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PAGE 2 WOMEN'S FITNESS CLUBS BOYNTON BEACH, INC.

Director:

DONNA LOWE

128 WORTH CT. NORTH

PALM BEACH GARDENS, FL 33405

ARTICLE VI: REGISTERED AGENT

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

BILL FREE

8294 S. ELIZABETH AVE.

PALM BEACH GARDENS, FL 33418

ARTICLE VII: INCORPORATOR

The name and Florida street address of the incorporator is:

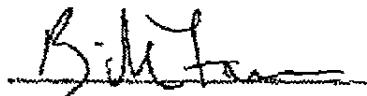
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PALM BEACH GARDENS, FL 33418

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



BILL FREE / Registered Agent

2/26/2004

Date



BILL FREE / Incorporator

2/26/2004

Date

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