

**Electronic Articles of Incorporation
For**

P04000040192
FILED
March 03, 2004
Sec. Of State

BUN'S FITNESS CORP

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:

BUN'S FITNESS CORP

Article II

The principal place of business address:

3773 CENTRAL AVENUE
SUITE C2890
ST PETERSBURG, FL. US 33713

The mailing address of the corporation is:

3773 CENTRAL AVENUE
SUITE C2890
ST PETERSBURG, FL. US 33713

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:

7500

Article V

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

JACK M WINEBRENNER
3773 CENTRAL AVENUE
ST PETERSBURG, FL. 33713

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

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Registered Agent Signature: JACK M WINEBRENNER

Article VI

The name and address of the incorporator is:

JACK M. WINEBRENNER
3773 CENTRAL AVENUE
ST PETERSBURG FL 33713

Incorporator Signature: JACK M. WINEBRENNER

Article VII

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

Title: P
ETHEL BUNS
6095 2ND AVENUE SOUTH
ST PETERSBURG, FL. 33707 US