

**Electronic Articles of Incorporation
For**

P04000067659
FILED
April 26, 2004
Sec. Of State
bmcknight

PRIMETIME FITNESS USA 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:

PRIMETIME FITNESS USA CORP.

Article II

The principal place of business address:

10682 FOUNTAINEBLEAU BLVD.
MIAMI, FL. US 33172

The mailing address of the corporation is:

10682 FOUNTAINEBLEAU BLVD.
MIAMI, FL. US 33172

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:

1,000 SHARES COMMON STOCK, NO PAR VALUE

Article V

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

RENE J MORA
7135 COLLINS AVE.
APT. 1703
MIAMI BEACH, FL. 33141

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

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Registered Agent Signature: RENE J. MORA

Article VI

The name and address of the incorporator is:

OSCAR GUTIERREZ
20923 SW 123RD CT.
MIAMI, FL. 33177

Incorporator Signature: OSCAR GUTIERREZ

Article VII

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

Title: P
RENE J MORA
7135 COLLINS AVE., APT. 1703
MIAMI BEACH, FL. 33141

Article VIII

The effective date for this corporation shall be:

04/22/2004