

**Electronic Articles of Incorporation
For**

P04000078634
FILED
May 17, 2004
Sec. Of State
wcunningham

FIVE STARS GYM 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:

FIVE STARS GYM CORP

Article II

The principal place of business address:

276 NE 98 STREET
MIAMI SHORES, FL. US 33138

The mailing address of the corporation is:

276 NE 98 STREET
MIAMI SHORES, FL. US 33138

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:

MFR & ASSOCIATES
210 71 STREET
STE 313
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: MANUEL FERNANDEZ

Article VI

The name and address of the incorporator is:

GLORIA LARGO
7125 COLLINS AVE # 905
MIAMI BEACH, FL 33141

Incorporator Signature: GLORIA LARGO

Article VII

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

Title: P
GLORIA LARGO
7125 COLLINS AVE # 905
MIAMI BEACH, FL. 33141 US

Title: VP
BLANKA A ZARATE
276 NE 98 STREET
MIAMI SHORES, FL. 33138 US

Title: S
LUIS A ZARATE
276 NE 98 STREET
MIAMI SHORES, FL. 33138 US

Article VIII

The effective date for this corporation shall be:

05/15/2004