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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

SUBJECT: YA Fitness, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$122.50.

FROM: James Rizzolo

1958 SE Port St. Lucie Blvd.

Port St. Lucie, FL 34952

(772) 337-9700

FD
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CLARK COUNTY, FLORIDA

ARTICLES OF INCORPORATION
OF

YA Fitness, Inc.

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

ARTICLE I - NAME

The name of the corporation shall be YA Fitness, Inc.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 1958 SE Pt. St. Lucie Blvd., Pt. St. Lucie, Florida 34952, and the name of the original registered agent of the corporation at that address is James Rizzolo. The initial mailing address shall be YA Fitness, Inc. 1958 SE Pt. St. Lucie Blvd., Pt. St. Lucie, FL 34952

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INCORPORATOR(S)

The name (s) and street address (s) of the incorporator(s) who shall hold office for the first year of the corporation, or until successors are elected or appointed are:

Jacquelyn Kerns
1601 SW Harbour Isles Cr.
Pt. St. Lucie, FL 34986

Jennifer L. Torres
2042 SE Aires Ln.
Pt. St. Lucie, FL 34984

ARTICLE VII - OFFICERS

The name (s) and street address (s) of the officers who shall hold office for the first year of the corporation, or until successors are elected or appointed are:

Jacquelyn Kerns
1601 SW Harbour Isles Cr.
Pt. St. Lucie, FL 34986

Jennifer L. Torres
2042 SE Aires Ln.
Pt. St. Lucie, FL 34984

ARTICLE VIII - EFFECTIVE DATE

The effective date for the corporation shall be immediate.

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

29th day of August, 2004

Jacquelyn Kerns
SIGNATURE

Jennifer Torres
SIGNATURE

SIGNATURE

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501 or 617.0501, 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.

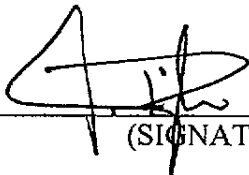
1. The name of the corporation is YA Fitness, Inc.
2. The name and address of the registered agent and office is:

James Rizzolo

1958 SE Pt. St. Lucie Blvd.

Pt St. Lucie, Florida 34952

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)