

**Electronic Articles of Incorporation
For**

**P04000134285
FILED
September 24, 2004
Sec. Of State
thampton**

BAY FITNESS, INC.

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:

BAY FITNESS, INC.

Article II

The principal place of business address:

101 EAST KENNEDY BOULEVARD
SUITE 001
TAMPA, FL. US 33602

The mailing address of the corporation is:

101 EAST KENNEDY BOULEVARD
SUITE 001
TAMPA, FL. US 33602

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

Article V

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

REID HANEY
101 EAST KENNEDY BOULEVARD
SUITE 4100
TAMPA, FL. 33602

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

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Registered Agent Signature: REID HANEY

Article VI

The name and address of the incorporator is:

REID HANEY
101 EAST KENNEDY BOULEVARD, SUITE 4100
TAMPA, FL 33602

Incorporator Signature: REID HANEY

Article VII

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

Title: P
LARRY E KOZAK
1039 CONKILN ROAD
CONKILN, NY. 13748 US

Article VIII

The effective date for this corporation shall be:

09/24/2004