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(Re	equestor's Name)	
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PICK-UP	MAIT WAIT	MAIL
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Certified Copies	_ Certificates	of Status
Special Instructions to Filing Officer:		
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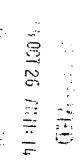




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CT CORPORATION

October 26, 2004

Department of State, Florida 409 East Gaines Street Tallahassee FL 32399

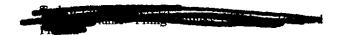
Re: Order #: 6221018 SO

Customer Reference 1: Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

Tarlow Fitness Inc. (FL) Incorporation Florida



Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell Fulfillment Specialist Ashley Mitchell@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Tarlow Fitness Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is: 6631 NE 20th Terrace Fort Lauderdale, FL 33308

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: One on one personal training

ARTICLE IV SHARES

The number of shares of stock is: 1000

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Wendy J. Tarlow 6631 NE 20th Terrace Fort Lauderdale, FL 33308 President

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Wendy Tarlow 6631 NE 20th Terrace Fort Lauderdale, FL 33308

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Wendy J. Tarlow 6631 NE 20th Terrace Fort Lauderdale, FL 33308

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Date

| 10 - 14 \infty 4 |
| Date | |
| Signature/Incorporator | Date |

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