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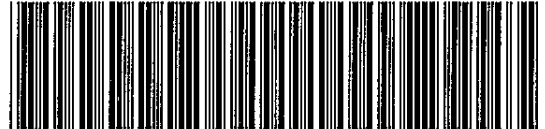
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 079049 118517A

AUTHORIZATION : *Patricia Pizante*

COST LIMIT : \$ 78.75

ORDER DATE : December 13, 2004

ORDER TIME : 11:06 AM

ORDER NO. : 079049-005

CUSTOMER NO: 118517A

CUSTOMER: Christina C. Young, Esq  
Fuller Holsonback Bivins &  
Malloy  
Suite 1500  
400 North Ashley Drive  
Tampa, FL 33602

DOMESTIC FILING

NAME: SMPM FITNESS, INC.

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF INCORPORATION

OF

SMPM FITNESS, INC.

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The undersigned, acting as the incorporator of SMPM Fitness, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

SMPM Fitness, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

1621 Gulf Blvd., #1008  
Clearwater, FL 33767

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the fifth business day preceding the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The name and street address of the initial director are:

<u>Name</u>	<u>Address</u>
Sharon P. Mikuliza	1621 Gulf Blvd., #1008 Clearwater, FL 33767

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1621 Gulf Blvd., #1008, Clearwater, Florida 33767, and the name of the corporation's initial registered agent at that address is Sharon P. Mikuliza.

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator is:

Sharon P. Mikuliza  
1621 Gulf Blvd., #1008  
Clearwater, FL 33767

**EXECUTION DATE:** December 10, 2004

  
\_\_\_\_\_  
Sharon P. Mikuliza  
as incorporator

cgy\mikuliza\articles.001

**SMPM FITNESS, INC.**

**ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That SMPM Fitness, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 1621 Gulf Blvd., #1008, Clearwater, Florida 33767, has named Sharon P. Mikuliza as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for SMPM Fitness, Inc., at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

**EXECUTION DATE:** December 10, 2004

*Sharon P. Mikuliza*

Sharon P. Mikuliza  
as registered agent

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