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(Business Entity Name)

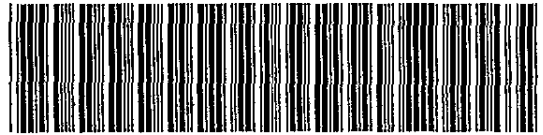
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 JAN 31 AM 8:54

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JQH Accounting & Business Solutions, Inc.

9690 Heather Circle East, Palm Beach Gardens, FL 33410

M E M O

DATE: January 6, 2005
TO: Division of Corporations, Dept. of State
FROM: Judy Hyland

.....
COMMENTS:

Please find enclosed a check in the amount of \$87.50, along with original Articles of Incorporation for New Life Fitness, Inc., and an additional copy. We would like to have starting date of Corporation as of January 1, 2005. Please send the recorded documents to the attention of:

Judy Hyland
9690 Heather Circle East
Palm Beach Gardens, FL 33410

If you could expedite as soon as possible. Thank you for your prompt attention to this matter.

Judy ☺



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 19, 2005

JQH ACCOUNTING & BUSINESS SOLUTIONS, INC.
9690 HEATHER CIRCLE EAST
PALM BEACH GARDENS, FL 33410

SUBJECT: NEW LIFE FITNESS, INC.
Ref. Number: W05000002968

We have received your document for NEW LIFE FITNESS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 905A00003597

RECEIVED

05 JAN 31 AM 9:01

ACCOUNTING & BUSINESS SOLUTIONS, INC.
9690 HEATHER CIRCLE EAST
PALM BEACH GARDENS, FL 33410

ARTICLES OF INCORPORATION

OF

NEW LIFE FITNESS, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JAN 31 AM 8:54

The undersigned, for purposes of forming a corporation under the florida general corporation act, hereby adopt the following articles of incorporation:

ARTICLE I - NAME

The name of this corporation is New Life Fitness Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on January ^{31st} 2005 upon filing of these Articles of Incorporation.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation shall have to issue is 1000, all of which shall be common shares with par value of \$1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 308 Northlake Dr., Apt.

1, North Palm Beach, FL 33408 and the name of the initial registered agent of this corporation at that address is Ronald L. Blake.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director constituting the initial board of directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The names and addresses of the initial board of directors of this corporation are:

Ronald L. Blake, 308 Northlake Dr., Apt. 1, North Palm Beach, FL 33408.

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

Judith Q. Hyland, 9690 Heather Circle East, Palm Beach Gardens, FL 33410.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer, director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

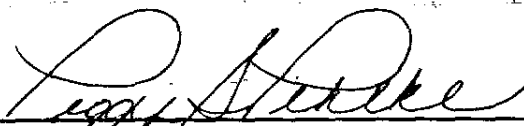
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of January, 2005.


Judith Q. Hyland

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared JUDITH Q. HYLAND, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 10 day of JANUARY, 200 5.



Notary Public, State of Florida at Large
My Commission Expires:



[Notary Seal]

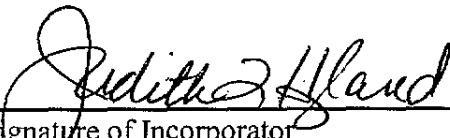
Peggy S. Pehlke
MY COMMISSION # DD022395 EXPIRES
June 27, 2005 Type or Print Notary Name: _____
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with section 48.091, Florida statutes, the following is submitted:

New Life Fitness, Inc., Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at ~~308~~ Northlake Dr., ~~Ap 1~~ 1, North Palm Beach, FL 33408, has named Ronald L. Blake as registered agent, located at same address, as its agent to accept service of process within Florida.



Signature of Incorporator

Dated: 1/10/05

ACCEPTANCE

THE UNDERSIGNED, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.



Signature of Registered Agent

Dated: 1/10/05

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