

**Electronic Articles of Incorporation
For**

P05000028453
FILED
February 23, 2005
Sec. Of State
rvarnadore

FOOTSTEPS 2 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:
FOOTSTEPS 2 FITNESS INC.

Article II

The principal place of business address:
13490 ASHFORD WOOD CT W.
JACKSONVILLE, FL. 32218

The mailing address of the corporation is:
13490 ASHFORD WOOD CT W.
JACKSONVILLE, FL. 32218

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:
2000 SHARES ISSUED @ .01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:
ROSALIND SAMS
13490 ASHFORD WOOD CT W.
JACKSONVILLE, FL. 32218

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

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Registered Agent Signature: ROSALIND SAMS

Article VI

The name and address of the incorporator is:

KERRY WALSH
INCORPORATETIME.COM, INC.
35-37 CARLETON AVE. SUITE 200
ISLIP TERRACE, NY 11752

Incorporator Signature: KERRY WALSH

Article VII

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

Title: P/D
ROSALIND SAMS
13490 ASHFORD WOOD CT W.
JACKSONVILLE, FL. 32218

Title: VP
WILLIAM SAMS
13490 ASHFORD WOOD CT W.
JACKSONVILLE, FL. 32218

Title: T/S
ROSALIND SAMS
13490 ASHFORD WOOD CT W.
JACKSONVILLE, FL. 32218