

**Electronic Articles of Incorporation
For**

P05000057301
FILED
April 19, 2005
Sec. Of State
nculligan

PHAT BODIES 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:

PHAT BODIES FITNESS, INC.

Article II

The principal place of business address:

15356 ALEXANDER RUN
JUPITER, FL. 33478

The mailing address of the corporation is:

15356 ALEXANDER RUN
JUPITER, FL. 33478

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:

100

Article V

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

JEFFREY S CORDING
15356 ALEXANDER RUN
JUPITER, FL. 33478

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

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Registered Agent Signature: JEFFREY S CORDING

Article VI

The name and address of the incorporator is:

JEFFREY S CORDING
15356 ALEXANDER RUN
JUPITER, FL 33477

Incorporator Signature: JEFFREY S. CORDING

Article VII

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

Title: P
JEFFREY S CORDING
15356 ALEXANDER RUN
JUPITER, FL. 33478

Title: VP
MICHAEL J RUSSO
224 CAPE POINTE CIRCLE
JUPITER, FL. 33477

Article VIII

The effective date for this corporation shall be:

04/19/2005