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(City/State/Zip/Phone #)

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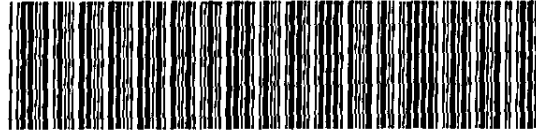
(Business Entity Name)

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**Diane M. Donnelly
Coast to Coast Fitness, Inc.
12050 5th Street East
Treasure Island, FL 33706**

April 18, 2005

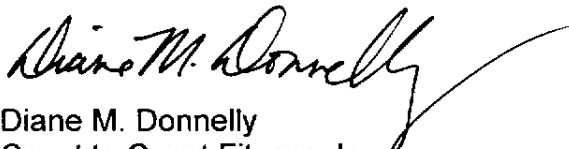
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Coast to Coast Fitness, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$78.75. This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above-named corporation.

Very truly yours,



Diane M. Donnelly
Coast to Coast Fitness, Inc.

Enclosures

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ARTICLES OF INCORPORATION

of

COAST TO COAST FITNESS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is Coast to Coast Fitness, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Office and Agent of this Corporation is:

Diane M. Donnelly
12050 5th Street East
Treasure Island, FL 33706

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Diane M. Donnelly
12050 5th Street East
Treasure Island, FL 33706

President

The method of electing directors shall be stated in the corporation's bylaws.

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

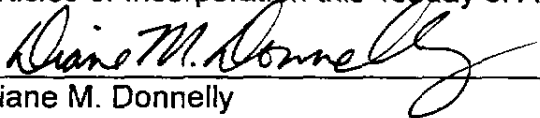
Diane M. Donnelly
12050 5th Street East
Treasure Island, FL 33706

ARTICLE VIII - CORPORATE OFFICE

The corporation's principal office and mailing address shall be as follows:

12050 5th Street East
Treasure Island, FL 33706


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of April, 2005


Diane M. Donnelly

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Diane M. Donnelly, known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1st day of April, 2005.


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



**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF
COAST TO COAST FITNESS, INC.**

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


The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

12050 5th Street East
Treasure Island, FL 33706

has named Diane M. Donnelly, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Diane M. Donnelly
Registered Agent

05 APR 27 11:18:28