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6/81/05 BUX W05-27997

CHIKOVSKY, CHARTERED

Attornoys at Law

HOME TOWER BUILDING • 1720 HARRISON STREET, Suite 7-A HOLLYWOOD, FLORIDA 33020 PHONE (954) 920-4438 • FAX (954) 927-0609

June 14, 2005

Florida Department of State Division of Corporations Corporate Fillings P.O. Box 6327 Tallahassee, FL 32314

RE: Fitness & Lifestyles Insured, Inc.

Ref. Number: W05000027007

Dear Sir or Madam:

Enclosed please find the revised corporate document for the above-referenced entity as well as an additional copy of same. Kindly process the entity as our check in the amount of \$87.50 has already been provided.

Thank you in advance for your assistance in this matter. Should you have any questions or need additional information, please feel free to contact me.

Very truly yours,

Fred Chikovsky

FC/cn Enc.



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 7, 2005

FRED CHIKOVSKY 1720 HARRISON ST SUITE 7-A HOLLYWOOD, FL 33020

SUBJECT: FITNESS & LIFESTYLES, INC.

Ref. Number: W05000027997

We have received your document for FITNESS & LIFESTYLES, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6840.

Bruce W Kitchens Document Specialist New Filings Section

Letter Number: 405A00039839

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ARTICLES OF INCORPORATION

OF

05 JUN 20 PM 12: 36

FITNESS & LIFESTYLES INSURED, INC. LAMASSEE, FLORIDA

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation.

ARTICLE I. CORPORATE NAME

The name of this corporation is: FITNESS & LIFESTYLES INSURED, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares that the corporation shall have authority to issue and have outstanding at any one time is one hundred (100) shares of common stock having no par value.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles. action of law.

ARTICLE V. REGISTERED AGENT and PRINCIPAL/REGISTERED OFFICE

The Registered Agent shall be:

FRED CHIKOVSKY 1720 Harrison Street, 7th Floor Hollywood, Florida 33020

The street address of the Principal/Registered Office of this corporation in the State of

Florida shall be:

1604 SW 9TH STREET FORT LAUDERDALE, FLORIDA 33312

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name(s) of the initial director(s) of this corporation and their street addresses are:

ALI WITHERSPOON 1604 SW 9TH STREET FORT LAUDERDALE, FLORIDA 33312

The person(s) named as initial director(s) shall hold office for the first year of existence of this corporation or until their successor(s) are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

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

ALI WITHERSPOON 1604 SW 9TH STREET FORT LAUDERDALE, FLORIDA 33312

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE X. INITIAL OFFICERS

The name(s) of the initial officer(s) of this corporation and their street addresses are:

President, Secretary, Treasurer

ALI WITHERSPOON 1604 SW 9TH STREET FORT LAUDERDALE, FLORIDA 33312

The person(s) named as initial officer(s) shall hold office for the first year of existence of this corporation or until her successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE X. INITIAL SHARES

The initial shares of this corporation shall be issued to the following individuals) as follows:

NAME

NO. OF SHARES

ALI WITHERSPOON

100 Shares

IN WITNESS WHEREOF, we have hereunto set our hands and seals this day of may 2005.

ALI WITHERSPOON

STATE OF FLORIDA

CONTRINION DROWN APPO

COUNTY OF BROWARD)

BEFORE ME, a Notary Public, personally appeared, ALI WITHERSPOON, to me known to be the person described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on Aud day of May, 2005.

NOTARY P FLORIDA

My Commission Expires:

DESIGNATION and ACCEPTANCE REGISTERED AGENT

In compliance with Section 48.091, Florida statutes, the following is submited:

That FITNESS & LIFESTYLES INSURED, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 1604

SW 9th Street, City of Fort Lauderdale, County of Broward, State of Florida, has named FRED

CHIKOVSKY, located at 1720 Harrison Street, Suite 7-A, Hollywood, County of Broward, State

of Florida, as it's agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation, at the

place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to

comply with the provisions of Florida law relative to keeping the designated office open.

FRED CHIKOVSKY

Registered Agent

DATE 6-14.05