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## TRANSMITTAL LETTER

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

SUBJECT:	Unites Personal	Training, IV	UDE SUFFIX)
	ginal and one (1) copy of the art		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED
FROM:	James Whith Name	Rocks Rd. Address	
	727	FL 33774 , State & Zip  586 7000 Telephone number	

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

WHITES PERSONAL TRAINING, INC. 05 JUL 18 PH 2: 35

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

TÄÜLAHAON E. FLORIDA

#### ARTICLE I - NAME AND MAILING ADDRESS

The name of this corporation is Whites Personal Training, Inc., and its principal office or mailing address is 1964 Indian Rocks Road, Largo, FL 33774

#### ARTICLE II - DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

#### ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business in the general field of Personal Fitness or Exercise Training.

#### <u>ARTICLE IV – SHARES</u>

The number of shares of stock is: 5,000 shares at no par value.

#### ARTICLE V – INITIAL OFFICERS AND/OR DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one. The Name (s) and Address (es) of the initial director of this Corporation are:

**NAME** 

<u>ADDRESS</u>

James K White

1964 Indian Rocks Rd. S. Largo, FL 33774

#### ARTICLE VI - REGISTERED AGENT

The street address of the initial registered agent of this Corporation is 11510 124<sup>th</sup> Terrace N, Largo, FL 33778, and the name of the initial registered agent is PATTY DUNN.

#### ARTICLE VII - INCORPORATOR

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

James K White, 1964 Indian Rocks Road, Largo, FL 33774

#### ARTICLE VIII – CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### <u>ARTICLE VIV – PREEMPTIVE RIGHTS</u>

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

#### <u>ARTICLE X – INDEMNIFICATION</u>

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

#### **ARTICLE XI – BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

#### <u>ARTICLE XII – AMENDMENT</u>

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

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this // day of \_\_\_\_\_\_\_\_, 2005.

JAMES K. WHITE, Incorporator

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this \_\_\_\_\_ day of \_\_\_\_

PATTY DUNN, as Registered Agent