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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 547803 7382153

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 17, 2005

ORDER TIME : 12:10 PM

ORDER NO. : 547803-005

CUSTOMER NO: 7382153

CUSTOMER: Lori A. Withrow
Jacoby, Brimo, Figueroa &
Chase
2111 Dairy Road

Melbourne, FL 32904

DOMESTIC FILING

NAME: CURVES OF COCOA BEACH, INC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION
OF
CURVES OF COCOA BEACH, INC**

FILED
05 AUG 17 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: CURVES OF COCOA BEACH, INC.

ARTICLE II

The street address of the principal office of the Corporation is: 490 Glen Abbey Way, Melbourne, Florida 32940..

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 200, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is: 2111 Dairy Road, Melbourne, Florida 32901. The initial registered agent for the Corporation at that address is: David H. Jacoby, Esq.

ARTICLE V

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

Name

Address

Deborah Gilman

490 Glen Abbey Way, Melbourne, FL
32940

ARTICLE VI

The name and street address of the person signing these articles of incorporation is:

Name

Address


Deborah Gilman

490 Glen Abbey Way, Melbourne, FL
32940

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation.


DEBORAH GILMAN
Incorporator

8/10/05
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CURVES OF COCOA BEACH, INC at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


DAVID H. JACOBY
Registered Agent

8/10/05
Date