

**Electronic Articles of Incorporation
For**

P05000117303
FILED
August 23, 2005
Sec. Of State
tburch

CALLAHAN FITNESS CENTER 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:

CALLAHAN FITNESS CENTER INC.

Article II

The principal place of business address:

450061 STATE RD 200
CALLAHAN, FL. 32011

The mailing address of the corporation is:

450061 STATE RD 200
CALLAHAN, FL. 32011

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:

2000 SHARES ISSUED @ .01 PAR VALUE

Article V

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

LINDA JONES
19851 NOLAN JONES RD
HILLIARD, FL. 32046

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

P05000117303
FILED
August 23, 2005
Sec. Of State
tburch

Registered Agent Signature: LINDA JONES

Article VI

The name and address of the incorporator is:

KERRY WALSH
35 CARLETON AVE.
ISLIP TERRACE, NY 11752

Incorporator Signature: KERRY WALSH

Article VII

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

Title: P/D
LINDA JONES
19851 NOLAN JONES RD
HILLIARD, FL. 32046

Title: VP/T
LINDA JONES
19851 NOLAN JONES RD
HILLIARD, FL. 32046

Title: S
LINDA JONES
19851 NOLAN JONES RD
HILLIARD, FL. 32046

Title: D
WAYNE JONES
19851 NOLAN JONES RD
HILLIARD, FL. 32046