

**Electronic Articles of Incorporation
For**

P05000126610
FILED
September 14, 2005
Sec. Of State
wcunningham

SETPOINT SPORTS AND FITNESS, 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:

SETPOINT SPORTS AND FITNESS, INC.

Article II

The principal place of business address:

30701 U.S. HWY 19 N.
PALM HARBOR, FL. 34684

The mailing address of the corporation is:

30701 U.S. HWY 19 N.
PALM HARBOR, FL. 34684

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:

1000

Article V

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

SCOTT A YECKINEVICH
1471 U.S. HWY. 19 N.
PALM HARBOR, FL. 34683

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

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Registered Agent Signature: SCOTT YECKINEVICH

Article VI

The name and address of the incorporator is:

SCOTT YECKINEVICH
1471 U.S. HWY. 19 N.
PALM HARBOR, FL. 34683

Incorporator Signature: SCOTT YECKINEVICH

Article VII

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

Title: P
BRYAN DASKAM
30701 U.S. HWY. 19 N.
PALM HARBOR, FL. 34684

Title: VP
SCOTT A YECKINEVICH
1471 MAHOGANY LANE
PALM HARBOR, FL. 34683

Title: SEC.
SCOTT A YECKINEVICH
1471 MAHOGANY LANE
PALM HARBOR, FL. 34683

Article VIII

The effective date for this corporation shall be:

09/15/2005