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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Gym 80 USA, Inc.

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 7, 2006

CAPITAL CONNECTION

SUBJECT: GYM 80 USA, INC.  
Ref. Number: W06000011027

We have received your document for GYM 80 USA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filing Section

Letter Number: 906A00015819

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TALLAHASSEE, FLORIDA

# **ARTICLES OF INCORPORATION OF GYM 80 USA, INC.**

## **I. NAME:**

The name of this corporation shall be: GYM 80 USA, Inc.

## **II. BUSINESS:**

The general nature of the business and business to be transacted are as follows: To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida in the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects herein above mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principle, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by laws.

## **III. SHARES:**

The authorized capital stock of this Corporation shall consist of ONE HUNDRED (100) shares of common stock, at TEN DOLLARS (\$10.00) par value per share.

## **IV. EXISTENCE:**

The Corporation shall have perpetual existence.

## **V. PRINCIPAL OFFICE AND REGISTERED AGENT:**

The street address of the Corporation's initial principal office is 308 SE Hwy 19, Crystal River, FL 34429, the registered agent for the Corporation is Dirk Wittig, 3415 W. Blossom Drive, Beverly Hills, FL 34465.

## **VI. DIRECTORS:**

The Corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified. The initial directors are:

Dirk Wittig, 3415 W. Blossom Drive, Beverly Hills, FL 34465  
Frank Hopfenmueller, 4881 N. Mulberry Loop, Beverly Hills, FL 34465

## **VII. INCORPORATOR:**

The name and address of the initial incorporator of the Corporation is DIRK WITTIG, 3415 W. Blossom Drive, Beverly Hills, FL 34465.

## **VIII. GENERAL PROVISIONS:**

- (a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor, and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- (c) A director of the Corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to

the full extent permitted by an subject only to the limitation and provisions of the laws of the Sate of Florida and laws of the United States.

SUBSCRIBED at Crystal River, Florida, this 28 day of February, 2006.




DIRK WITTIG  
Incorporator  
Registered Agent

STATE OF FLORIDA  
COUNTY OF CITRUS

I HEREBY CERTIFY that on this 28 day of February, 2006, before me, an officer duly qualified to take acknowledgements, personally appeared DIRK WITTIG, who is personally known to me and who executed the foregoing instrument, and acknowledged before me that he executed the same.

My Commission Expires: 4-27-08



#### ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes.

\_\_\_\_\_  
Registered Agent