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To:

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Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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FLORIDA PROFIT/NON PROFIT CORPORATION

lents pilates, inc.

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ARTICLES OF INCORPORATION

OF

LENTS PILATES, INC.

The undersigned
incorporator(s), for the purpose of forming a Profit Corporation under
Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles
of Incorporation.

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ARTICLE I

The name of this corporation shall be: LENTS PILATES, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with
the Division of Corporations, state of Florida, and shall have perpetual
existence.

ARTICLE III

The principal place of business of this corporation: 8601 SURREY LANE,
BOCA RATON, FL 33496.

ARTICLE IV

The general nature of business of this corporation is to transact any and
all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have
authority to issue is 200 shares common stock having an individual par value of
\$1.00.

Unless otherwise stated in these articles, or in an amendment to these
articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: SHANNON A. LENTS, 8601 SURREY LANE, BOCA RATON, FL 33496.

ARTICLE VII

The name and address of the officers and board of directors shall be:

CHAIRMAN, CEO

SHANNON A. LENTS

8601 SURREY LANE

BOCA RATON, FL 33496

DIRECTOR/PRESIDENT

CHERYL B. LENTS

8601 SURREY LANE

BOCA RATON, FL 33496

ARTICLE VIII

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.

2444 NW 7TH PLACE

MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 4TH DAY OF APRIL, 2006.


INCORPORATOR

Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

LENTS PILATES, INC.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Shannon A. Lents

X *Shannon A. Lents*
REGISTERED AGENT

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