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PICK-UP WAIT MAIL		
(Business Entity Name)		
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Requestor's Name			
1965 Capital Circle NI	Ξ, Suite A		
Address			
Tallahassee, FI 3230	8 850-222-2785		
City/St/Zip	Phone #		
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):			
1- ALTER EGO FITN	ESS DOWNTOWN, INC.		
2-			
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X Walk-in	Pick-up time ASAP	XXX Certified Copy	
Mail-out	Will wait Photocopy	Certificate of Status	
NEW FILINGS	AMENDMENTS		
XXX Profit	Amendment		
Non-Profit	Resignation of R.A., Officer/I	Director	
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		
OTHER FILINGS	DECISEDATIONIOUAL (FIGA:	riou - I	
	REGISTRATION/QUALIFICAT	IION	
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
Name Reservation	Reinstatement		
	Trademark		
	Other		

Examiner's Initials



ARTICLES OF INCORPORATION OF

ALTER EGO FITNESS DOWNTOWN, INC. a Florida Corporation

The undersigned, acting as Incorporator for this Florida corporation hereby incorporated under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, and the undersigned hereby adopts the following Articles of Incorporation for this Corporation:

ARTICLE I - CORPORATE NAME & ADDRESS

The name of this Corporation is ALTER EGO FITNESS DOWNTOWN, INC., and the mailing address for the principal office of this corporation is 201 Southeast 2nd Place, Suite E-120, Gainesville, Florida, 32601.

ARTICLE IL-PURPOSE

The Corporation is organized for any purpose lawful under the laws of the State of Florida and under the laws of the United States of America.

ARTICLE III - DURATION

The Corporation shall have perpetual existence, and shall commence existence upon signing these Articles or later if required by law.

ARTICLE IV - AMENDMENTS

These Articles of Incorporation can be amended at any time, upon unanimous vote of all shareholders.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE VI - BOARD OF DIRECTORS

The Corporation shall initially have one Director to hold office until the first annual meeting of shareholders and until a successor(s) has been duly elected and qualified, or, if earlier, until resignation, removal from office, or death. The number of directors may be increased or decreased at any time, upon unanimous vote of all shareholders. The name and address of the initial director of the Corporation is:

Name Address

Josh Alterman 201 SE 2nd Place, #E-120 Gainesville, FL 32601

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator, the person signing these Articles is:

Josh Alterman

201 SE 2nd Place, #E-120 Gainesville, FL 32601

ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

The name and office address of the initial Registered Agent of this Corporation is:

Josh Alterman

201 SE 2nd Place, #E-120 Gainesville, FL 32601

ARTICLE VIII - SPECIFIC NATURE OF BUSINESS

The specific nature of the corporation is the operation of a fitness center.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this $\lambda 4$ day of July, 2006.

Josh/Alterman

As Incorporator of Alter Ego Fitness Downtown, Inc.

STATE OF FLORIDA)
COUNTY OF ALACHUA)

The foregoing instrument was acknowledged before me on this 24 day of July, 2006, by JOSH ALTERMAN, who is personally known to me or who produced as identification, and who did not take an oath.

NOTARY PUBLI¢-STATE OF FLORIDA

My Commission Expires:



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of ALTER EGO FITNESS DOWNTOWN, INC., a Florida Corporation.

Date: July 24_, 2006

JOSH ALTERMAN

Registered Agent

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