

**Electronic Articles of Incorporation
For**

P06000113586
FILED
September 01, 2006
Sec. Of State
thampton

HEALTH AND FITNESS AMERICA 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:

HEALTH AND FITNESS AMERICA INC.

Article II

The principal place of business address:

3602 EAST COUNTRY SIDE DRIVE
INVERNESS, FL. 34452

The mailing address of the corporation is:

3602 EAST COUNTRY SIDE DRIVE
INVERNESS, FL. 34452

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:

1500

Article V

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

JAMES M SLEIGHTER
3602 EAST COUNTRY SIDE DRIVE
INVERNESS, FL. 34452

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

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Registered Agent Signature: JAMES M SLEIGHTER

Article VI

The name and address of the incorporator is:

JAMES M SLEIGHTER
3602 EAST COUNTRY SIDE DRIVE

INVERNESS ,FLORIDA 34452

Incorporator Signature: JAMES M SLEIGHTER

Article VII

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

Title: P
JAMES M SLEIGHTER
3602 EAST COUNTRY SIDE DRIVE
INVERNESS, FL. 34452