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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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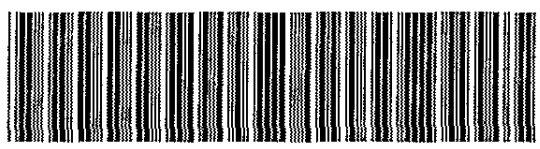
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 SEP -8 P 3:36

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MJC

**JAMES A. BARKS**  
ATTORNEY AT LAW  
SUITE B  
1120 WEST FIRST STREET  
SANFORD, FLORIDA 32771

www.jamesbarks.com  
jabarks@bellsouth.net

TELEPHONE (407) 321-1224  
FAX (407) 321-1487

September 5, 2006

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: GYMNASTICS CITY USA INC.

Gentlemen:

Enclosed please find my trust account check payable to your order in the amount of \$78.75  
Articles of Incorporation and copy of same.

Amounts on the enclosed check are broken down as follows:

\$35.00 - Filing fee

\$35.00 - Designating Registered Agent

\$8.75 - Certified copy of Articles of Incorporation

Please file the enclosed Articles and return a certified copy of same to me.

Thank you for your assistance.

Very truly yours,

  
James A. Barks

JAB/vam

Enclosures

ARTICLES OF INCORPORATION  
OF  
GYMNASTICS CITY USA INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: GYMNASTICS CITY USA INC.

ARTICLE II. COMMENCEMENT AND DURATION

Corporate existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida, and this corporation is to exist perpetually.

ARTICLE III. GENERAL PURPOSE

The general purpose of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the Law of the United States and the Laws of the State of Florida.

ARTICLE IV. NUMBER OF SHARES

The maximum number of stock that this corporation is authorized to issue is 1,000 shares of common stock with \$1.00 par value per share, said shares shall be of the same class without preference.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is 196 N. Industrial Drive, Orange City, Florida 32763, and the name of the initial registered agent of this corporation is Kenneth Pfeifauf.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation are:

Kenneth Pfeifauf  
196 N. Industrial Boulevard  
Orange City, Florida 32763

ARTICLE VII. INCORPORATORS

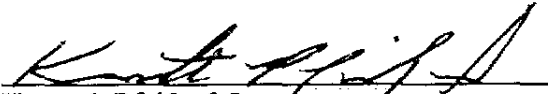
The names and addresses of the person(s) signing these articles are:

Kenneth Pfeifauf  
196 N. Industrial Boulevard  
Orange City, Florida 32763

ARTICLE VIII. AMENDMENT

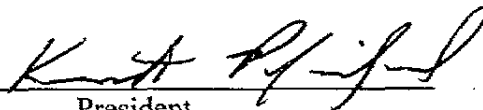
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to these reservations.

IN WITNESS WHEREOF, the undersigned subscriber(s) executed these Articles of Incorporation this 1 day of Sept., 2006.

  
Kenneth Pfeifauf, Incorporator

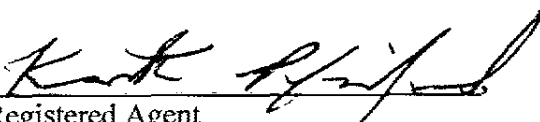
CERTIFICATE DESIGNATING REGISTERED AGENT AND  
STREET ADDRESS OF THE OFFICE FOR  
SERVICE OF PROCESS WITHIN THIS STATE

Pursuant to Florida Statutes, this is to certify that GYMNASTICS CITY USA  
INC., a corporation duly organized and existing under the Laws of the State of Florida,  
has named KENNETH D. PFEIFAU of 196 N. Industrial Drive, Orange City, Florida  
32763, as its agent to accept service of process within this State and the said address as  
the office for such service of process.

  
\_\_\_\_\_  
President

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation,  
at the place designated in this certificate, I hereby agree to act in this capacity, and agree  
to comply with the provisions of the Florida Statutes relative thereto.

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

2008 SEP -8 P 3: 37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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