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| (Reque | stor's Name) |
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| (City/St | ate/Zip/Phone #) |
| PICK-UP | WAIT MAIL |
| (Busine | ss Entity Name) |
| (Docum | ent Number) |
| Certified Copies | Certificates of Status |
| Special Instructions to Filin | g Officer: |
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SECRETARY OF STATE
SECRETARY OF STATE
ALL AHASSEE, FLORIDA

Office Use Only

W06-37912

COVER LETTER

TO: Registration Section Division of Corporations

Tallahassee, FL 32301

SUBJECT: Maximum Results Personal Training & Fitness Inc.

(Name of Resulting Florida Profit Corporation)

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

| Jeffrey M. An | gotti | | | |
|------------------------------|--|---|---|----------|
| (Contact Person) | | | SECP | |
| | (Firm/Company) | | TANCE TO SE | SEP 27 P |
| 4115 San Ma | rino Blvd, #304 | | , | |
| | (Address) | | | OF STATE |
| West Palm Be | each, FL 3340 | 9 | | P |
| (| (City, State and Zip Code) | | | |
| For further informat | ion concerning this ma | utter, please call: | | |
| Jeffrey M. An | gotti | at (561) 230 | 6-1072 | |
| (Name of Co | ontact Person) | (Area Code and Da | ytime Telephone Number) | |
| Enclosed is a check | for the following amou | unt: | | |
| \$105.00 Filing Fees | \$113.75 Filing Fees and Certificate of Status | \$113.75 Filing Fees and Certified Copy | \$122.50 Filing Fees, Certified Copy, and Certificate of Status | |
| STREET ADDRES | SS: | MAILING A | ADDRESS: | |
| Registration Section | | Registration | Section | |
| Division of Corporations | | Division of Corporations | | |
| Clifton Building | | P. O. Box 6327 | | |
| 2661 Executive Center Circle | | Tallahassee, FL 32314 | | |



FLORIDA DEPARTMENT OF STATE Division of Corporations

August 28, 2006

JEFFREY M ANGOTTI 4115 SAN MARINO BLVD #304 WEST PALM BEACH, FL 33409

SUBJECT: MAXIMUM RESULTS PERSONAL TRAINING & FITNESS INC.

Ref. Number: W06000037912

We have received your document for MAXIMUM RESULTS PERSONAL TRAINING & FITNESS INC. and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The effective date cannot be prior to the date of filing.

Please return 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) 245-6097.

Marsha Thomas Document Specialist

Letter Number: 906A00052604

Certificate of Conversion For "Other Business Entity" Into Florida Profit Corporation

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes. 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: Maximum Results Personal Traning & Fitness LLC (Enter Name of Other Business Entity) 2. The "Other Business Entity" is a limited liability company (Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.) first organized, formed or incorporated under the laws of Florida (Enter state, or if a non-U.S. entity, the name of the country) on 08/14/2003 (Enter date "Other Business Entity" was first organized, formed or incorporated) 3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated: n/a 4. The name of the Florida Profit Corporation as set forth in the attached Articles of

Maximum Results Personal Traning & Fitness Inc

Incorporation:

(Enter Name of Florida Profit Corporation)

5. If not effective on the date of filing, enter the effective date:

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 17 day of August 20 06

(Must be signed by a Chairman, Vice Chairman, Director, Officer, or, if Directors or

Officers have not been selected, an Incorporator.)

Printed Name: Jeffrey M. Angotti Title: President

Fees:

Signature: _

Certificate of Conversion: \$35.00

Fees for Florida Articles of Incorporation: \$70.00

Certified Copy: Certificate of Status: \$8.75 (Optional)

\$8.75 (Optional)

Page 2 of 2

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Maximum Results Personal Training + Fitness Inc

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

4115 San Marino Blvd, #304, West Palm Beach, FL 33409

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Any and all lawful business.

ARTICLE IV SHARES

The number of shares of stock is:

100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Jeffrey M. Angotti, 4115 San Marino Blvd, #304, West Palm Beach, FL 33409, President

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Jeffrey M. Angotti, 4115 San Marino Blvd, #304, West Palm Beach, FL 33409

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this, capacity

Signature/Registered Agent

Signature/Incorporator

8/17/2006

Date

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