

**Electronic Articles of Incorporation
For**

P07000015402
FILED
February 02, 2007
Sec. Of State
thampton

FLEXTIME FITNESS CENTERS, 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:

FLEXTIME FITNESS CENTERS, INC

Article II

The principal place of business address:

14485 WOODFIELD CIRCLE N
JACKSONVILLE, FL. 32258

The mailing address of the corporation is:

14485 WOODFIELD CIRCLE N
JACKSONVILLE, FL. 32258

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:

1000

Article V

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

JOSEPH H DAY & COMPANY LLC
1309 ST JOHNS BLUFF RD N
STE 104
JACKSONVILLE, FL. 32225

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

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Registered Agent Signature: JOSEPH H DAY

Article VI

The name and address of the incorporator is:

JOSEPH H DAY & COMPANY LLC
1309 ST JOHNS BLUFF RD N
STE 104
JACKSONVILLE, FL 32225

Incorporator Signature: JOSEPH H DAY

Article VII

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

Title: P,S
KENNETH ZINK
14485 WOODFIELD CIRCLE N
JACKSONVILLE, FL. 32258

Title: VP,T
MARJORIE ZINK
14485 WOODFIELD CIRCLE N
JACKSONVILLE, FL. 32258

Article VIII

The effective date for this corporation shall be:

01/31/2007