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SECRETARY OF STATE  
TALLAHASSEE, FL

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CORPORATE FITNESS WORKS, INC.**

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
CORPORATE FITNESS WORKS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CORPORATE FITNESS WORKS, INC.** (the "Corporation"), a corporation organized and existing under the Florida Business Corporation Act, does hereby certify:

I. The Corporation, pursuant to the provisions of Section 607.1007 of the Act, hereby adopts these Amended and Restated Articles of Incorporation (the "**Restated Articles**") which accurately restate and integrate the Articles of Incorporation filed on June 6, 2007, and all amendments thereto.

II. The Restated Articles, including all amendments contained herein, were duly approved and adopted by unanimous written consent of the Corporation's Board of Directors and sole Shareholder dated October 20, 2018. The number of votes cast by the Shareholders was sufficient for approval.

III. The original Articles of Incorporation and all amendments and supplements thereto are hereby superseded by the Restated Articles, which are as follows:

**ARTICLE I  
NAME**

The name of the corporation is CORPORATE FITNESS WORKS, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 1200 16th Street North, St. Petersburg, Florida 33705.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The shares of stock of this Corporation shall consist of two (2) classes. The maximum number of shares of stock which this Corporation shall be authorized to issue and have outstanding at any one time is:

| <u>Class</u> | <u>Series</u> | <u>Number of Shares</u> | <u>Par Value</u> |
|--------------|---------------|-------------------------|------------------|
| Common       | Voting        | 500                     | \$1.00           |
| Common       | Non-Voting    | 500                     | \$1.00           |

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**ARTICLE V**  
**DIRECTORS**

The names and addresses of those who are to serve as directors until the next annual meeting of the shareholder are:

Beth M. Vivio  
1200 16<sup>th</sup> St N  
St. Petersburg, FL 33705

**ARTICLE VI**  
**OFFICERS**

The names, addresses, and titles of the following officers who shall serve until the next annual meeting of the shareholder are:

President:

Vice President, Secretary & Treasurer

Beth M. Vivio  
1200 16<sup>th</sup> St N  
St. Petersburg, FL 33705

Michael Vivio  
1200 16<sup>th</sup> St N  
St. Petersburg, FL 33705

**ARTICLE VII**  
**REGISTERED AGENT AND OFFICE**

The name of the registered agent of the Corporation and the street address of the registered office of the Corporation are as follows:

Beth M. Vivio  
1200 16<sup>th</sup> St N  
St. Petersburg, FL 33705

**ARTICLE VIII**  
**INDEMNIFICATION**

The Corporation shall, to the full extent permitted by Florida law, indemnify any person who is or was a director or officer of the Corporation or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise. The Corporation may, to the full extent permitted by Florida Law, indemnify any person who is or was an employee or agent of the Corporation or was serving at the request of the Corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

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IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 15<sup>th</sup> day of March, 2019.

  
Beth M. Vivio, President & Director