

**Electronic Articles of Incorporation
For**

P07000092222
FILED
August 16, 2007
Sec. Of State
Ipoole

MEMBERS ONLY OF SWFL, 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:

MEMBERS ONLY OF SWFL, INC.

Article II

The principal place of business address:

12995 S CLEVELAND AVENUE
SUITE 141, PMB #193
FORT MYERS, FL. 33907

The mailing address of the corporation is:

12995 S CLEVELAND AVENUE
SUITE 141, PMB #193
FORT MYERS, FL. 33907

Article III

The purpose for which this corporation is organized is:

A AREA MEMBERSHIP CLUB USED TO HAVE INCENTIVES AT DIFFERENT
BUSINESSES & WITH SERVICES AS WELL

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:

JACQUELINE M PITTS
18580 MATANZAS ROAD
FORT MYERS, FL. 33967

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

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Registered Agent Signature: JACQUELINE M PITTS

Article VI

The name and address of the incorporator is:

JACQUELINE M PITTS
12995 S CLEVELAND AVENUE
SUITE 141, PMB #193
FORT MYERS, FL. 33907

Incorporator Signature: JACQUELINE M PITTS

Article VII

The effective date for this corporation shall be:

08/16/2007