

**Electronic Articles of Incorporation
For**

P07000104459
FILED
September 20, 2007
Sec. Of State
clewis

HEALTH & FITNESS EXCHANGE, CORP.

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:

HEALTH & FITNESS EXCHANGE, CORP.

Article II

The principal place of business address:

3208 EAST COLONIAL DRIVE 110
ORLANDO, FL. US 32803

The mailing address of the corporation is:

3208 EAST COLONIAL DRIVE 110
ORLANDO, FL. US 32803

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:

200

Article V

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

GEOFFREY WOODS
2520 COLE ROAD
ORLANDO, FL. 32803

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

P07000104459
FILED
September 20, 2007
Sec. Of State
clewis

Registered Agent Signature: GEOFFREY WOODS

Article VI

The name and address of the incorporator is:

VAL CLEWLEY
P.O. BOX 13092

TUCSON, AZ 85732

Incorporator Signature: VAL CLEWLEY

Article VII

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

Title: P
ELIZABETH RABER
2520 COLE ROAD
ORLANDO, FL. 32803 US

Title: VP
ALANA VEGES
11911 SE 60TH STREET
WHITEWATER, KS. 67154 US

Title: S
GEOFFREY WOODS
2520 COLE ROAD
ORLANDO, FL. 32803 US

Title: T
GEOFFREY WOODS
2520 COLE ROAD
ORLANDO, FL. 32803 US