

SEP. 20 2007 12:23PM  
Division of Corporations

DIGITAL CONNECTION

380

P. 1  
Page 1 of 1

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Florida Department of State  
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From:

Account Name : YOUR CAPITAL CONNECTION, INC.  
Account Number : I200000000257  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**C.L. MILLER FITNESS, INC.**

Certificate of Status	0
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Page Count	04
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Electronic Filing Menu

Corporate Filing Menu

Help

CA 9-21

H07000234999 3

2007 SEP 20 PM 1:37

**ARTICLES OF INCORPORATION  
OF  
C. L. MILLER FITNESS, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this corporation is C. L. Miller Fitness, Inc.

**ARTICLE II  
DURATION**

This corporation shall have perpetual existence, commencing on the date of filing of these Articles with the Secretary of State of the State of Florida.

**ARTICLE III  
PURPOSE**

This corporation is organized for the following purposes:

A. To transact any and all lawful business, including, without limitation, to engage in any activity or business permitted under the laws of the United States and the State of Florida..

B. To do all and everything necessary and proper for the accomplishment of any of the purposes of the corporation or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, individuals or entities, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes of objectives of this corporation.

C. The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

**ARTICLE IV  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE V**

H07000234999 3

H07000234999 3

**CAPITAL STOCK**

A. The corporation is authorized to issue 100 shares of \$0.01 par value common stock, which shall be designated as "common shares."

B. Except as otherwise provided by law or in the bylaws of the corporation, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI  
ADDRESS**

The initial street address of the principal office of the corporation is: 124 Dakota Avenue, Groveland, Florida 34736, and the registered office of this corporation is: 124 Dakota Avenue, Groveland, Florida 34736, and the name of the initial registered agent of this corporation is Christine L. Miller. The Board of Directors may from time to time move the principal or registered office to any other address in Florida or change the corporation's registered agent.

**ARTICLE VII  
DIRECTORS**

The business and affairs of the corporation shall be managed by a Board of Directors consisting of not less than one person. The number of directors may be increased or diminished from time to time by the bylaws.

**ARTICLE VIII  
INITIAL DIRECTORS**

The name and address of the initial member of the Board of Directors is:

Christine L. Miller

124 Dakota Avenue, Groveland, FL 34736

**ARTICLE IX  
INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

Christine L. Miller  
124 Dakota Avenue  
Groveland, Florida 34736

**ARTICLE X  
OFFICERS**

The Board of Directors may provide for the election or appointment and prescribed the duties of all officers and agents of the corporation as the Board may deem desirable and proper, and may take such action not inconsistent with the Articles of Incorporation and the bylaws of the corporation and the laws of the State of Florida as

H07000234999 3

H07000234999 3

such Board may deem advisable for the conduct and operation of the business of the corporation. The following persons shall be officers of the corporation until the first meeting of the Board of Directors:

Christine Miller  
Brian Miller -

President/Treasurer  
Vice President/Secretary

#### ARTICLE XI BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

#### ARTICLE XII MEETINGS

Meetings of shareholders and directors, including the time, place and manner of calling such meetings, shall be fixed by the bylaws of the corporation.

#### ARTICLE XIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto executed my hand and seal at Groveland, Florida, these Articles of Incorporation this 19 day September, 2007.

Christine Miller

Christine Miller  
INCORPORATOR

#### AGENT

#### ACCEPTANCE BY REGISTERED

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE

H07000234999 3

H07000234999 3

DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, I  
HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE  
TO ACT IN SUCH CAPACITY. I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Christine Miller

Christine L. Miller  
Registered Agent

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H07000234999 3