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Division of Corporations
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From:

Account Name : WHITE & CASE
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FLORIDA PROFIT/NON PROFIT CORPORATION

NANCY FITNESS INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF**

NANCY FITNESS INC.

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is Nancy Fitness Inc. (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

8300 S.W. 61 Avenue
South Miami, Florida 33143

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is Two Thousand (2,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL DIRECTOR**

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws. The name and street address of the initial director of the Corporation is as follows:

Name

Street Address

Nancy Cole

8300 SW 61 Avenue
South Miami, Florida 33143

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is: 8300 SW 61 Avenue, South Miami, FL 33143. The name of the Corporation's initial registered agent at that address is: Nancy Cole.

ARTICLE VI
INCORPORATOR

The name and street address of the Incorporator of the Corporation is: Nancy Cole, 8300 SW 61 Avenue, South Miami, Florida 33143

ARTICLE VII
INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2 day of October 2007.

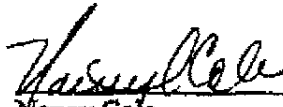


Nancy Cole, Incorporator

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and the undersigned is familiar with and accepts the obligations of her position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this
2 day of October 2007.



Nancy Cole
Registered Agent

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