

**Electronic Articles of Incorporation
For**

P07000112882
FILED
October 12, 2007
Sec. Of State
epeterson

NOAH'S BARBENDERS GYM, 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:

NOAH'S BARBENDERS GYM, INC.

Article II

The principal place of business address:

750 S. MILITARY TRAIL
SUITE C
WEST PALM BEACH, FL. 33415

The mailing address of the corporation is:

109 XANADU PLACE
JUPITER, FL. 33477

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:

1000

Article V

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

AYAL GOLDSTEIN
109 XANADU PLACE
JUPITER, FL. 33477

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

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Registered Agent Signature: AYAL GOLDSTEIN

Article VI

The name and address of the incorporator is:

AYAL GOLDSTEIN
109 XANADU PLACE

JUPITER, FL 33477

Incorporator Signature: AYAL GOLDSTEIN

Article VII

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

Title: P
AYAL GOLDSTEIN
109 XANADU PLACE
JUPITER, FL. 33477

Article VIII

The effective date for this corporation shall be:

10/15/2007