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Division of Corporations

Fax Number

: (850)617-6381

From:

Account Name

: THE TAX MAN, INC.

Account Number : I19990000042

Phone

: (561)799-3810

Fax Number

: (561)799-1818

FLORIDA PROFIT/NON PROFIT CORPORATION

FITNESS BY D-ZYNE, INC.

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1/2/2008

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ARTICLES OF INCORPORATION

OF

FITNESS BY D-ZYNE, INC.

ARTICLE I

NAME

The name of this corporation is FITNESS BY D-ZYNE, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of The United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

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ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principle office of this Corporation is 2335 S. Ocean Blvd. #13D, Palm Beach, FL 33480, and the name of the initial registered agent at this address is Tracy Maury.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the by-laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Tracy Maury

2335 S. Ocean Blvd. #13D Palm Beach, FL 33480

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ARTICLE IX

INCORPORATORS

The name and address of the persons signing these articles of incorporation is:

Tracy Maury

2335 S. Ocean Blvd. #13D Palm Beach, FL 33480

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 2nd day of January, 2008.

Tracy Maur

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, Tracy Maury personally appeared, known by me to be the person who executed these articles of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and county aforesaid, this 2nd day of January, 2008.

{SBAL}

Notary Public State of Florida
Jay B Fischer
My Commission DD525019
Expires 04/16/2010

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST—FITNESS BY D-ZYNE, INC..
DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPLE PLACE OF BUSINESS AT THE CITY OF Palm Beach, PALM BEACH
COUNTY, STATE OF FLORIDA, HAS NAMED Tracy Maury, AT 2335 S. Ocean Blvd. #13D,
CITY OF Palm Beach, STATE OF FLORIDA AS ITS AGENT TO ACCEPT PROCESS
WITHIN FLORIDA.

SIGNED TITLE PRESIDENT

DATE January 2, 2008

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED

Tracy Maury

Resident Agent

DATE January 2, 2008

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SECRETARY OF STATE
TALLAHASSEE, FI GOTE