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SECRETARY OF STATE ALLAHASSEE, FLORIDA

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WELLBAUM & EMERY, P.A.

R.W. WELLBAUM, JR.
LORI WELLBAUM EMERY*
*ALSO ADMITTED IN CALIFORNIA

686 NORTH INDIANA AVENUE, SUITE A ENGLEWOOD, FLORIDA 34223 TELEPHONE (941) 474-3241 FAX (941) 475-2927

April 1, 2008

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Attn: Ms. Carolyn Lewis

Re: Document #W08000016490

Dear Ms. Lewis:

Enclosed please find the check to file the above referenced document number for CLUB 24, INC.

The check was inadvertently not included with the Articles of Incorporation we previously forwarded to you for filing.

Could you please put this through as quickly as possible? Thank you for your cooperation.

Low Weelbaum Enery Ibol

Lori Wellbaum Emery



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R.W. WELLBAUM, JR.
LORI WELLBAUM EMERY*
*ALSO ADMITTED IN CALIFORNIA

686 NORTH INDIANA AVENUE, SUITE A ENGLEWOOD, FLORIDA 34223 TELEPHONE (941) 474-3241 FAX (941) 475-2927

March 28, 2008

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: CLUB 24, INC.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced matter.

Please file the Articles of Incorporation with the State and return a certified copy of same to my office.

Also enclosed is a check in the amount of \$78.75 for costs of filing.

Should you have any questions, please contact my office.

Very truly yours,

Lori Wellbaum Emery

LWE/ljr

Enclosures



March 31, 2008

WELLBAUM & EMERY, P.A. 686 N. INDIANA AVE., STE. A ENGLEWOOD, FL 34223

SUBJECT: CLUB 24, INC. Ref. Number: W08000016490

We have received your document for CLUB 24, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent	
Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

If you have any further questions concerning your document, please call (850) 245-6047.

Carolyn Lewis Regulatory Specialist II New Filing Section

Letter Number: 108A00018830

ARTICLES OF INCORPORATION

FILED

OF

CLUB 24, INC.

2008 APR - 1 PM 12: 57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is: CLUB 24, INC.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

The purpose of this corporation shall be to conduct business as a health and fitness facility and all other related business, and any lawful business not prohibited by the laws of the State of Florida or the United States of America.

Article IV - Capital Stock

This corporation is authorized to issue one hundred (100) shares of \$1.00 dollar par value common stock.

Article V - Preemptive Rights

There shall be no preemptive rights.

Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office and the principal office of this corporation is 6098 Grandeur Street, Englewood, Florida 34224, and the name of the initial registered agent of this corporation at that address is Ronald D. Patton.

Article VII - Initial Board of Directors

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

The names and addresses of the directors of this corporation are:

Ronald D. Patton 6098 Grandeur Street Englewood, Florida 34224

Article VIII - Incorporators

Ronald D. Patton 6098 Grandeur Street Englewood, Florida 34224

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors, and the Shareholders.

Article X - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48-091, Florida Statues, the following is submitted, in compliance with said Act:

That CLUB 24, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the town of Englewood, State of Florida, has named Ronald D. Patton, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Ronald D. Patton

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IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of Incorporation, this 26th day of March, 2008.

Ronald D. Patton

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26th day of March, 2008, by Ronald D. Patton

[] who is personally known to me; or

Who has provided Porido Dove's License as identification.

Signature of Notary

State of Florida