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To:
Division of Corporations
Fax Number : (850)617-6381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

DIVISION OF CORPORATIONS

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RECEIVED

FLORIDA PROFIT/NON PROFIT CORPORATION

Fitness Center Franchising, Inc.

| | |
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| Certificate of Status | 1 |
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
50 Plus Fitness Center Franchising, Inc.

Article II. Address

The street and mailing address of the Corporation's initial principal office is:
50 Plus Fitness Center Franchising, Inc.
12040 Jog Road Suite 12
Delray Beach FL 33437

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Christopher Mazzola

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

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Article V. Capital Stock

The Corporation shall have the authority to issue 1000000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

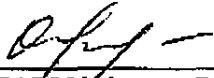
The name and address of the incorporator is:

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 10, 2008.

The undersigned incorporator executed these Articles of Incorporation on June 10, 2008 .



CORPORATE CREATIONS INTERNATIONAL INC.

Luis A. Uriarte President

by Y. Ogurchikova as attorney-in-fact

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

50 Plus Fitness Center Franchising, Inc.

REGISTERED AGENT/OFFICE:

**Corporate Creations Network Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS NETWORK INC.

Yulia Ogurchikova, Assistant Secretary

Date: 6/10/2008.

**Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107**