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FLORIDA PROFIT/NON PROFIT CORPORATION

BENNETT-FITS HEALTH & FITNESS, INC.

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**ARTICLES OF INCORPORATION
OF
BENNETT-FITS HEALTH & FITNESS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is **Bennett-fits Health & Fitness, Inc.**

ARTICLE II

The existence of the Corporation shall begin on the date of filing of these articles.

ARTICLE III

The mailing address of the principal office of the Corporation is 11877 Banyan Street, Palm Beach Gardens, FL 33410.

ARTICLE IV

The corporation is authorized to issue 1,000 shares at no par value.

ARTICLE V

The initial street address of the Corporation's registered office is 11877 Banyan Street, Palm Beach Gardens, FL 33410. The initial registered agent for the Corporation at that address is Thomas Bennett.

ARTICLE VI

The initial board of directors shall consist of two members. The name and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Thomas Bennett	11877 Banyan Street Palm Beach Gardens, FL 33410
Katherine Bennett	11877 Banyan Street Palm Beach Gardens, FL 33410

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Thomas Bennett	11877 Banyan Street Palm Beach Gardens, FL 33410

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these articles of incorporation this 16th day of June, 2008.


Thomas Bennett

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named Corporation at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. §607.0501(3).


Thomas Bennett

Date: June 16, 2008

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