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2008 AUG 15 A 10:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-18-08  
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**ARTICLES OF INCORPORATION  
OF  
DIESEL RX, INC.**

**FILED**  
2008 AUG 15 A 10:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

**ARTICLE ONE - NAME**

The name of the corporation is: Diesel-Rx, Inc.

5475 NW 190 Lane, Miami, FL 33055

**ARTICLE TWO - CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE - PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of providing needed health and fitness management services throughout the State of Florida.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR - CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100 shares at no par value.

**ARTICLE FIVE - REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 5475 NW 190 Lane, Miami, FL 33055, and the name of its initial registered agent at such address, is Shaka Smith.

**ARTICLE SIX - DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is three (3). The name and address of each person who is to serve as a member of the initial board of directors is:

**Shaka Smith - President, Secretary/Treasurer**  
5475 NW 190 Lane, Miami, FL 33055

**Angela Smith - Vice President**

P.O. Box 3131  
Miami, FL 33269

**ARTICLE SEVEN - INCORPORATORS**

The name and address of incorporator is:

**Shaka Smith**

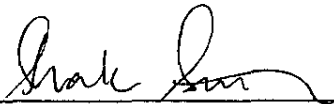
5475 NW 190 Lane, Miami, FL 33055

Phone: \_\_\_\_\_

**ARTICLE EIGHT - LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Executed by the undersigned on this \_\_\_\_\_ day of \_\_\_\_\_, 2008.

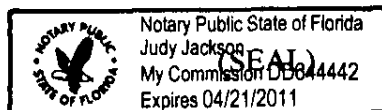
  
Inorporator

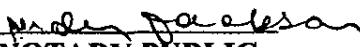
**STATE OF Florida)**

**COUNTY OF MIAMI-DADE**

BEFORE ME, the undersigned authority, on this \_\_\_\_\_ day of \_\_\_\_\_, 2008, personally appeared \_\_\_\_\_ to me well known to be the persons described in and who signed the Foregoing, and acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.




  
**NOTARY PUBLIC**  
State of Florida  
My Commission Expires: 4/21/2011

**DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida. **DIESEL RX, INC.** is a corporation organizing under the laws of the State of Florida, with its principal office located at - 5475 NW 190 Lane, Miami, FL 33055, has named Shaka Smith, whose address is 5475 NW 190 Lane, Miami, FL 33055 as its agent to accept service of process within this State.

**ACCEPTANCE**

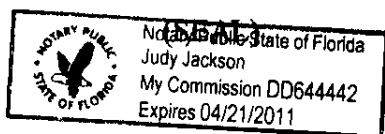
I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.


  
\_\_\_\_\_  
Registered Agent:

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

BEFORE ME, the undersign authority, this day personally appeared \_\_\_\_\_, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that she has executed the same for the purposes expressed herein.

WITNESS my hand and official seal the date aforesaid.



  
**NOTARY PUBLIC**  
State of Florida  
My Commission Expires: 4/21/2011