Electronic Articles of Incorporation For

P09000100122 FILED December 14, 2009 Sec. Of State cgolden

RIVERFIT GYM--INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RIVERFIT GYM--INC.

Article II

The principal place of business address:

2 INDEPENDENT DR. #200 JACKSONVILLE, FL. US 32202

The mailing address of the corporation is:

2 INDEPENDENT DR. #200 JACKSONVILLE, FL. US 32202

Article III

The purpose for which this corporation is organized is:

RIVERFIT GYM IS A HEALTH CLUB AND FITNESS CENTER TO WORK-OUT, LIFT WEIGHTS AND TAKE EXERCISE CLASSES.

Article IV

The number of shares the corporation is authorized to issue is: 100

Article V

The name and Florida street address of the registered agent is:

PAMELA L GOODRICH 8215 GREEN PARROT RD. #308 JACKSONVILLE, FL. 32256 I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: PAMELA L. GOODRICH

Article VI

The name and address of the incorporator is:

FRANK KOSILLA 2835 NORTHWEST 69TH. TERRACE

MARGATE, FLORIDA 33063

Incorporator Signature: FRANK KOSILLA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P FRANK KOSILLA 2835 NORTHWEST 69TH. TERRACE MARGATE,, FL. 33063 US

Title: VP PAMELA L GOODRICH 8215 GREEN PARROT RD. #308 JACKSONVILLE, FL. 32256 US

Title: SEC. PAMELA L GOODRICH 8215 GREEN PARROT RD. #308 JACKSONVILLE, FL. 32256 US

Article VIII

The effective date for this corporation shall be:

12/26/2009

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