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Daniel D. Peck
J.D., Member FL Bar
Mark E. Adamczyk
J.D., Member FL & GA Bars
Steven J. Adamczyk
J.D., Member FL Bar

Peck & Peck, P.A.

Attorneys at Law

5801 Pelican Bay Boulevard, Suite 103 Naples, Florida 34108-2709 E-mail: peckandpeck@aol.com Telephone: (239) 566-3600

Facsimile: (239) 566-3977

January 26, 2010

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Concept 10 10, Inc.

Dear Madam:

Enclosed herewith, for filing, is the original and one copy of the Articles of Incorporation for the above named corporation, together with a check to your order in the sum of \$78.75 representing the filing fee.

Please process the enclosed Articles and return the stamped copy of the Articles, with the Certificate of Incorporation, to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Sincerely,

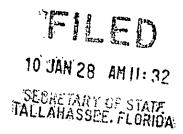
Daniel D. Peck

DDP/tlc

Enclosures

cc: Jorgen Albrechtsen, President

- . . .



# **ARTICLES OF INCORPORATION**

<u>OF</u>

# CONCEPT 10 10, INC.

### ARTICLE I

# **NAME AND ADDRESS**

The name of this corporation is CONCEPT 10 10, INC., and its principal address is 999 Vanderbilt Beach Road, Suite 200, Naples, Florida 34108, and its mailing address is 999 Vanderbilt Beach Road, Suite 200, Naples, Florida 34108.

# **ARTICLE II**

# **DURATION**

This corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

# **ARTICLE III**

### <u>PURPOSE</u>

This corporation is organized to engage in the business of owning and operating a business providing scientifically based high intensity training, and for all other purposes allowed a Florida corporation.

# **ARTICLE IV**

# CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par on stock.

### <u>ARTICLE V</u>

# INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5801 Pelican Bay Boulevard, Suite 103, Naples, Florida 34108-2709 and the name of the initial registered agent of this corporation at that address is Daniel D. Peck.

# **ARTICLE VI**

# **INITIAL BOARD OF DIRECTORS**

This corporation shall have one 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 name and address of the initial director of this corporation is:

Jorgen Albrechtsen, 999 Vanderbilt Beach Road, Suite 200, Naples, Florida 34108

# **ARTICLE VII**

### **INCORPORATOR**

The name and address of the person signing these Articles is: Jorgen Albrechtsen, 999 Vanderbilt Beach Road, Suite 200, Naples, Florida 34108.

### **ARTICLE VIII**

# **BY-LAWS**

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

# **ARTICLE IX**

### SHAREHOLDER QUORUM

Fifty-One percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

# **ARTICLE X**

### APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger is required, even if that approval is not required by law.

### ARTICLE XI

# NO REMOVAL OF DIRECTORS

The shareholders of this corporation are not entitled to remove any director from office during his term without cause.

### ARTICLE XII

### INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law against all expenses, costs, damages and attorneys' fees reasonably incurred for any action or inaction in connection with the corporation except for a criminal act, gross negligence or willful misconduct. An officer or director shall not be liable to the corporation for any loss or damage sustained by it for any action taken or omitted by him if he in good faith exercised the care of a prudent man, in good faith acted or failed to act based upon advice of counsel for the corporation or on the books and records of the corporation, or followed what he believed to be sound accounting and business practice.

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### ARTICLE XIII

# **AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them by a two-thirds vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22 day of January, 2010.

orgen Albrechtsen, Incorporator

### COUNTRY OF DUBAL

Before me, a notary public authorized to take acknowledgments in the place set forth above, appeared JORGEN ALBRECHTSEN personally known to me or who produced his driver's license as identification, to be the person who executed these Articles of Incorporation, and he acknowledged before me that as his free act he executed these Articles of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in this 12 nd day of January, 2010.

**Notary Public** 

My Commission Expires:

This is to certify that Mr. JORGEN HOUST ALBRECHTSEN

signed this document. ha S

The identity was proved to me by passport

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There were no obvious amendments or additions to the document, with the exception of those denoted by my signature (initials).

Witness my hand and seal.

Notariate of Frederiksberg, Denmark, Junuary 22th, 2010

IS PUBLICUS

árin Jensen Notar

I, DANIEL D. PECK, agree to serve as resident agent and accept service for Concept 10 10, Inc., at its registered office and am familiar with and agree to comply with the provisions of Sections 48.091 and 607.0505 of the Florida Statutes in keeping said office open.

Dated this 26 day of January, 2010.

Daniel D. Peck

