

**Electronic Articles of Incorporation
For**

P10000023563
FILED
March 16, 2010
Sec. Of State
jshivers

D1 FITNESS ANYTIME, 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:

D1 FITNESS ANYTIME, INC.

Article II

The principal place of business address:

120 NW BURK AVENUE
SUITE 103
LAKE CITY, FL. 32055

The mailing address of the corporation is:

9965 RIVERCLIFF LANE
VILLA RICA, GA. 30180

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

1000

Article V

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

BRIAN J WILEY
1617 WESTWIND DRIVE
JACKSONVILLE BEACH, FL. 32250

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: BRIAN J. WILEY

Article VI

The name and address of the incorporator is:

MICHAEL J. COONER
9965 RIVERCLIFF LANE

VILLA RICA, GA 30180

Incorporator Signature: MICHAEL J. COONER

Article VII

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

Title: P
MICHAEL J COONER
9965 RIVERCLIFF LANE
VILLA RICA, GA. 30180

Article VIII

The effective date for this corporation shall be:

03/16/2010