

**Electronic Articles of Incorporation
For**

P10000057669
FILED
July 12, 2010
Sec. Of State
jshivers

CARILLON BEACH FITNESS, 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:

CARILLON BEACH FITNESS, INC.

Article II

The principal place of business address:

106 MARKET STREET
PANAMA CITY BEACH, FL. US 32413

The mailing address of the corporation is:

P.O. BOX 27820
PANAMA CITY BEACH, FL. US 32411

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:

CAROL L GILLMAN
816 DOLPHIN DRIVE
PANAMA CITY BEACH, FL. 32408

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

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Registered Agent Signature: CAROL LEA GILLMAN

Article VI

The name and address of the incorporator is:

WILLIAM H. MCLEAN, ESQ.
200 GALLERIA PARKWAY, N.W.
SUITE 500
ATLANTA, GEORGIA 30339

Incorporator Signature: WILLIAM H. MCLEAN

Article VII

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

Title: P
CAROL L GILLMAN
P.O. BOX 27820
PANAMA CITY BEACH, FL. 32411 US

Title: SEC
CHARLES C MILLER
P.O. BOX 7597
PANAMA CITY BEACH, FL. 32413 US

Title: TREA
CHARLES C MILLER
P.O. BOX 7597
PANAMA CITY BEACH, FL. 32413 US

Article VIII

The effective date for this corporation shall be:

07/15/2010