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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

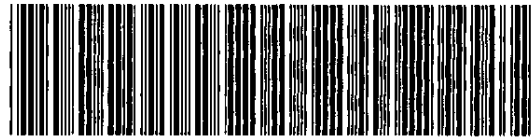
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 JAN 14 PM 12:47

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J. Shivers JAN 18 2011

Article of Incorporation of
Victory Medical & Fitness, Inc.
A Florida Corporation

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: Victory Medical & Fitness, Inc.

ARTICLE II

The general nature of the business to be transacted by this corporation is: any and all activity or business permitted under the laws of the United States and the State of Florida, including but not limited to sale of fitness equipment.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have at any one time is 100 shares of common stock with a par value of \$1.00.

ARTICLE IV

The corporation is to exist perpetually.

ARTICLE V

The initial post office address of the principal office of this corporation in the State of Florida is: 2141 Bradford St. Clearwater, FL 33760

ARTICLE VI

The corporation shall have one (1) director(s) initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stock holders.

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ARTICLE VII

The names and post office address of the first Board of Directors is:

Victor Vazquez
2141 Bradford St.
Clearwater, FL 33760

ARTICLE VIII

The street address of the initial registered office of the corporation shall be 4437 Central Ave., St. Petersburg, Florida 33713 and the name of the initial agent of the corporation is William H. Krodel.

ARTICLE IX

The corporation shall have the right of first refusal to purchase the shares of stock of any shareholder before it is offered for sale or transfer to others, including but not limited to existing shareholders and or their spouses, heirs and beneficiaries.

ARTICLE X

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

The corporation shall indemnify any Officer or Director or any former officer or director to the full extent permitted by law.

ARTICLE XII

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

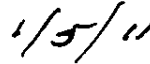
The name and address of the Incorporator signing these articles is:

Victor Vazquez
2141 Bradford St.
Clearwater, FL 33760

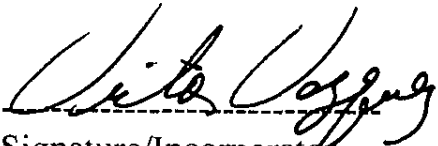
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent



Date



Signature/Incorporator



Date

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