

**Electronic Articles of Incorporation
For**

P11000017235
FILED
February 17, 2011
Sec. Of State
rdunlap

FUNXIONAL 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:

FUNXIONAL FITNESS, INC.

Article II

The principal place of business address:

4111 WEST ALAMEDA
BURBANK, CA. 91505

The mailing address of the corporation is:

4111 WEST ALAMEDA
BURBANK, CA. 91505

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:

100000

Article V

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

BENJAMIN G USHER ESQ.
611 SE 7TH STREET
SUITE 204
DELRAY BEACH, FL. 33483

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

Registered Agent Signature: BENJAMIN G. USHER

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Article VI

The name and address of the incorporator is:

TONY RUSSO
11582 MOORPARK STREET
SUITE 204
STUDIO CITY, CALIFORNIA 91604

Electronic Signature of Incorporator: TONY RUSSO

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
JESSICA VITANZA
11582 MOORPARK STREET, SUITE 204
STUDIO CITY, CA. 91604

Title: VP
TONY RUSSO
11582 MOORPARK STREET, SUITE 204
STUDIO CITY, CA. 91604

Article VIII

The effective date for this corporation shall be:

02/17/2011