

**Electronic Articles of Incorporation
For**

P11000033377
FILED
April 05, 2011
Sec. Of State
cgolden

IN 2 FITNESS #2, 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:

IN 2 FITNESS #2, INC.

Article II

The principal place of business address:

111 GRAND PALMS DRIVE
PEMBROKE PINES, FL. 33027

The mailing address of the corporation is:

9900 GRIFFIN ROAD
COOPER CITY, FL. 33328

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:

JEANNE ALONSO
9900 GRIFFIN ROAD
COOPER CITY, FL. 33328

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

Registered Agent Signature: JEANNE ALONSO

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Article VI

The name and address of the incorporator is:

PHIL LEONARD
9900 GRIFFIN ROAD

COOPER CITY, FL 33328

Electronic Signature of Incorporator: PHIL LEONARD

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: CEO
TONY CAPATO
9900 GRIFFIN ROAD
COOPER CITY, FL. 33328

Title: CFO
PHIL LEONARD
9900 GRIFFIN ROAD
COOPER CITY, FL. 33328

Article VIII

The effective date for this corporation shall be:

04/01/2011