

**Electronic Articles of Incorporation  
For**

P11000048036  
FILED  
May 19, 2011  
Sec. Of State  
psmith

NEXT LEVEL TOTAL 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:

NEXT LEVEL TOTAL FITNESS INC

**Article II**

The principal place of business address:

1301 SOUTH PATRICK DRIVE  
SATELLITE BEACH, FL. 32937

The mailing address of the corporation is:

1301 SOUTH PATRICK DRIVE  
SATELLITE BEACH, FL. 32937

**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:

100

**Article V**

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

MICHAEL MCCARTHY  
1301 SOUTH PATRICK DRIVE  
SATELLITE BEACH, FL. 32937

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

Registered Agent Signature: MICHAEL MCCARTHY

## **Article VI**

The name and address of the incorporator is:

MICHAEL MCCARTHY  
1301 SOUTH PATRICK DRIVE  
  
SATELLITE BEACH, FL 32937

Electronic Signature of Incorporator: MICHAEL MCCARTHY

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  
MICHAEL MCCARTHY  
1301 SOUTH PATRICK DRIVE  
SATELLITE BEACH, FL. 32937

Title: VP  
MICHAEL MCCARTHY  
1301 SOUTH PATRICK DRIVE  
SATELLITE BEACH, FL. 32937

## **Article VIII**

The effective date for this corporation shall be:

05/19/2011