

**Electronic Articles of Incorporation
For**

P11000107252
FILED
December 20, 2011
Sec. Of State
rdunlap

REEBOK CROSSFIT FIFTH AVE 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:

REEBOK CROSSFIT FIFTH AVE INC.

Article II

The principal place of business address:

420 FIFTH AVE
LOWER LEVEL 1
NEW YORK, NY. US 10018

The mailing address of the corporation is:

930 ALTON ROAD
MIAMI BEACH, FL. US 33139

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:

1000000

Article V

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

MICHAEL C ALFARO
930 ALTON ROAD
MIAMI BEACH, FL. 33139

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

Registered Agent Signature: MICHAEL ALFARO

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Article VI

The name and address of the incorporator is:

MICHAEL ALFARO
930 ALTON ROAD

MIAMI BEACH, FL 33139

Electronic Signature of Incorporator: MICHAEL ALFARO

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 C ALFARO
420 FIFTH AVE
NEW YORK, NY. 10018

Title: P
NATHAN K FORSTER
420 FIFTH AVE
NEW YORK, NY. 10018

Article VIII

The effective date for this corporation shall be:

12/15/2011