

**Electronic Articles of Incorporation
For**

P13000076607
FILED
September 17, 2013
Sec. Of State
psmith

NORTH STAR FITNESS CENTERS, 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:

NORTH STAR FITNESS CENTERS, INC.

Article II

The principal place of business address:

653 BELLA VISTA
EDGEWATER, FL. US 32141

The mailing address of the corporation is:

653 BELLA VISTA
EDGEWATER, FL. US 32141

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:

PHILIP D MADSEN
653 BELLA VISTA
EDGEWATER, FL. 32141

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

Registered Agent Signature: PHILIP D. MADSEN

P13000076607
FILED
September 17, 2013
Sec. Of State
psmith

Article VI

The name and address of the incorporator is:

CARRI BROWN
23586 CALABASAS ROAD SUITE 102

CALABASAS, CA 91302

Electronic Signature of Incorporator: CARRI BROWN

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: DP
PHILIP D MADSEN
653 BELLA VISTA
EDGEWATER, FL. 32141 US

Title: DST
DIANE M MADSEN
653 BELLA VISTA
EDGEWATER, FL. 32141 US