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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Daniel D. Peck
J.D., Member FL Bar
Peter M. Starling
J.D., Member FL and KY Bar
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December 26, 2013

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: FUTURE OF EXERCISE, INC.

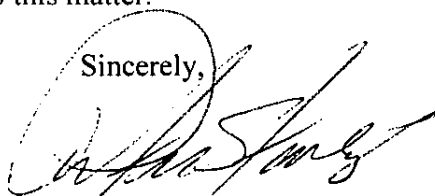
Dear Mr. Secretary:

Enclosed herewith, for filing, is the original and one copy of the Articles of Incorporation for the above named corporation, together with a check to your order in the sum of \$78.75 representing the filing fee.

Please process the enclosed Articles and return the stamped copy of the Articles, with the Certificate of Incorporation, to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Sincerely,



Peter M. Starling

Enclosures

cc: Moira Vacadiez

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ARTICLES OF INCORPORATION

OF
FUTURE OF EXERCISE, INC.

ARTICLE I
NAME AND ADDRESS

The name of this corporation is Future of Exercise, Inc., and its principal address and mailing address is 1010 5th Avenue South, #303, Naples, Florida 34102.

ARTICLE II
DURATION

This corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III
PURPOSE

This corporation is organized to engage in the business of operating a fitness studio and providing fitness training and for any and all other purposes allowed a Florida corporation.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5801 Pelican Bay Boulevard, Suite 103, Naples, Florida 34108 and the name of the initial registered agent of this corporation at that address is Peter M. Starling.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are: Amanda Ferguson, 2110 River Reach Drive, #21, Naples, Florida 34104 and Moira Vacadiez, 7337 Bristol Circle, Naples, Florida 34120.

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ARTICLE VII
INCORPORATORS

The names and addresses of the persons signing these Articles are: Amanda Ferguson, 2110 River Reach Drive, #21, Naples, Florida 34104 and Moira Vacadiez, 7337 Bristol Circle, Naples, Florida 34120.

ARTICLE VIII
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX
SHAREHOLDER QUORUM

Fifty-one percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE X
APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger is required, even if that approval is not required by law.

ARTICLE XI
NO REMOVAL OF DIRECTORS

The shareholders of this corporation are not entitled to remove any director from office during his term without cause.

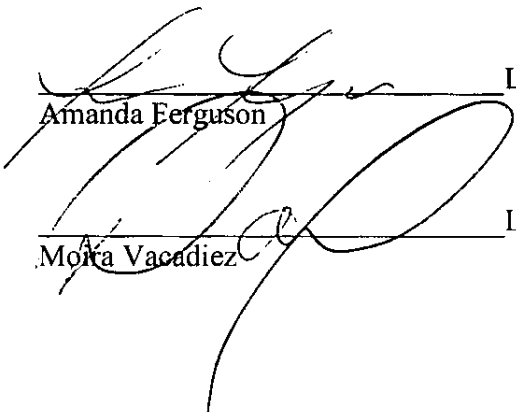
ARTICLE XII
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law against all expenses, costs, damages and attorneys' fees reasonably incurred for any action or inaction in connection with the corporation except for a criminal act, gross negligence or willful misconduct. An officer or director shall not be liable to the corporation for any loss or damage sustained by it for any action taken or omitted by him or her if he or she in good faith exercised the care of a prudent man, in good faith acted or failed to act based upon advice of counsel for the corporation or on the books and records of the corporation, or followed what he or she believed to be sound accounting and business practice.

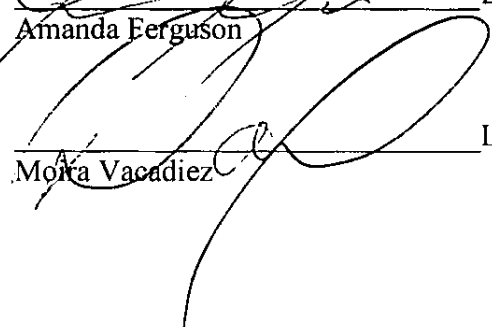
ARTICLE XIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Amended Articles of Incorporation, or any amendment to them by a two-thirds vote of the shareholders.

IN WITNESS WHEREOF, the undersigned have executed these Amended Articles of Incorporation on this 23 day of December, 2013.


Amanda Ferguson

L.S.


Moira Vacadiez

L.S.

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STATE OF FLORIDA
COUNTY OF COLLIER

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, appeared Amanda Ferguson and Moira Vacadiez, personally known to me to be the persons who executed these Amended Articles of Incorporation, and they acknowledged before me that as their free act they executed these Amended Articles of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 23rd day of December, 2013:

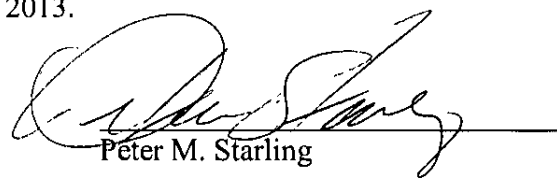

Notary Public

My Commission Expires



I, Peter M. Starling, agree to serve as resident agent and accept service for Future of Exercise, Inc., at its registered office and am familiar with and agree to comply with the provisions of Sections 48.091 and 607.0505 of the Florida Statutes in keeping said office open.

Dated this 23rd day of December, 2013.


Peter M. Starling