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TIMOTHY J. SLOAN, P.A.

ATTORNEY AND COUNSELOR AT LAW 427 MCKENZIE AVENUE POST OFFICE BOX 2327 PANAMA CITY, FLORIDA 32402-2327

TIMOTHY J. SLOAN ALSO MEMBER OF DISTRICT OF COLUMBIA AND MISSOURI BARS TELEPHONE (850) 769-2501 FACSIMILE (850) 769-0824

October 25, 2018

VIA UPS

Department of State Division of Corporations Clifton Building 2661 Executive Center Cir. Tallahassee, FL 32301

Re: THE WELLNESS AND FITNESS CENTER OF BAY COUNTY, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with the Certificate Designating Registered Agent and a check in the amount of \$78.75 to cover the cost of filing. Please file these Articles at your earliest convenience, and return a certified copy to us. Please note the effective date for this corporation is October 25, 2018.

Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Very truly yours,

TIMOTHY J. SLOAN, P. A.

Timothy J. Slean

TJS/mf Encl.

ARTICLES OF INCORPORATION

OF

THE WELLNESS AND FITNESS CENTER OF BAY COUNTY, INC., a Florida corporation

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is THE WELLNESS AND FITNESS CENTER OF BAY COUNTY, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - TERM OF EXISTENCE

This corporation shall commence its existence on October 25, 2018 and shall continue perpetually thereafter.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock which this Corporation is authorized to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shall be designated "Common Shares."

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 3671 Preserve Boulevard, Panama City Beach, Florida 32408. The registered agent for this corporation is Timothy J. Sloan, whose address is 427 McKenzie Avenue, Panama City, Florida 32401.

ARTICLE VI - BOARD OF DIRECTORS

The number of directors of the initial Board of Directors shall be one (1). In the future, the number of directors of this corporation shall consist of at least one (1) but no more than three (3) directors, the exact number being set by the Board of Directors. The name and address of the initial directors of this corporation are as follows:

TIMOTHY A. OSTRENGA 3671 Preserve Boulevard Panama City Beach, Florida 32408

ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII- INCORPORATOR

The name of the person signing these Articles is Timothy A. Ostrenga, having an address of 3671 Preserve Boulevard, Panama City Beach, Florida 32408.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of October, 2018.

TIMOTHY A. OSTRENCA,

Incorporator

STATE OF FLORIDA COUNTY OF BAY

The foregoing instrument was sworn to, subscribed, and acknowledged before me this $25^{\rm th}$ day of October, 2018, by TIMOTHY A. OSTRENGA, who is personally known to me.

Notary Public - Signature



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF THE WELLNESS AND FITNESS CENTER OF BAY COUNTY, INC. a Florida corporation

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office.

Dated as of the 25th day of October, 2018.

TIMOTHY J. SLØAN

Registered Agent