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STATE OF FLORIDA  
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TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS MIAMI  
4437 SHERIDAN AVE

MIAMI BEACH FL 33140-0000 00

CONTACT: JOSEPH NATA

PHONE: (305) 538-0001

FAX: (305) 538-0004

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: POLO PERSONAL FITNESS, INC.

FAX AUDIT NUMBER: H95000000499

DATE REQUESTED: 01/12/1995

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KANUI E KHOSLA

JAN 13 1995

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DIVISION OF CORPORATIONS

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**Articles of Incorporation  
of  
Polo Personal Fitness, Inc.**

**Article I. Name**

The name of this Florida corporation is Polo Personal Fitness, Inc.

**Article II. Address**

The mailing address of the Corporation is:

Polo Personal Fitness, Inc.  
1398 Forrest Hills Blvd.  
West Palm Beach, FL 33414

EFFECTIVE DATE  
11/5/95

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JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
WEST PALM BEACH, FLORIDA

**Article III. Capital Stock**

The Corporation shall have the authority to issue 500 shares of common stock, par value \$.01 per share.

**Article IV. Registered Agent**

The name and address of the registered agent of the Corporation is:

Joy Macchi  
1398 Forrest Hills Blvd.  
West Palm Beach, FL 33414

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest

Corporate Creations International Inc.  
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extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Joy H. Macci

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of January 15, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on January 15, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata  
Joseph P. Mata, Secretary

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140  
(305) 538-9091

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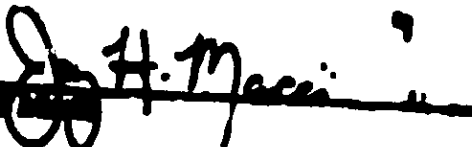
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:**  
Polo Personal Fitness, Inc.

**REGISTERED AGENT:**  
Joy Maciel  
1378 Forrest Hills Blvd.  
West Palm Beach, FL 33414

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
Date: January 1, 1998

Corporate Creations International Inc.  
4437 Sheridan Avenue  
Miami Beach, FL 33140  
(305) 838-8091

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