

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0191 FAX

800-342-8086

**CSC networks**  
PRESTICE HALL  
LEGAL & FINANCIAL SERVICES

*RECEIVED*  
*APR 4*  
*VISION CORPORATION*  
**P4500024912**

ACCOUNT NO. : 072100000032

REFERENCE : 567149 5642A

AUTHORIZATION : *Patricia Pizub*  
COST LIMIT : \$ 70.00

ORDER DATE : March 28, 1995

ORDER TIME : 10:21 AM

ORDER NO. : 567149

000001441480

CUSTOMER NO: 5642A

CUSTOMER: Ms. Carol Slominski  
GOLDBERG & YOUNG, P. A.

1630 North Federal Highway

Fort Lauderdale, FL 33305

DOMESTIC FILING

NAME: FIT SHOPPES, INC.

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS: T. BROWN MAR 29 1995

FILED  
95 MAR 28 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
FIT SHOPPES, INC.

FILED  
95 MAR 28 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FIT SHOPPES, INC.

The address of the principal office of this corporation shall be 445 Ashwood Place, Boca Raton, Florida 33431 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1630 North Federal Highway, Ft. Lauderdale, Florida 33305, and the name of the initial registered agent at that office shall be Gregory J. Blodig.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Leslie M. Hill  
Dir.

445 Ashwood Place  
Boca Raton, Florida 33431

Sharon Porter  
Dir.

Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to  
these Articles of Incorporation:

Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Information Services, Inc., has hereunto set  
their hand and seal of Corporation Information Services,  
Inc., on March 28, 1995.

CORPORATION INFORMATION SERVICES, INC.

By:   
Its Agent, Gail Shelby

KBR/jwk


CERTIFICATE DESIGNATING PLACE OF REGISTERED  
OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED  
95 MAR 28 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

.....  
Pursuant to Chapter 48.091 of the Florida Statutes,  
FIT SHOPPES, INC.

\_\_\_\_\_, desiring to  
organize under the laws of the State of Florida with its principal  
office as indicated in the Articles of Incorporation, has named  
GREGORY J. BLODIG as Registered Agent, who may be served at the  
registered office located at 1630 North Federal Highway, in the  
City of Fort Lauderdale, County of Broward, State of Florida, as  
its Agent to accept service of process within this State.

Having been named to accept service of process for the above-  
stated Corporation, at the place designated in this Certificate, I  
hereby accept to act in this capacity and agree to comply with the  
provisions of said Act relative to keeping open said office.

By:   
GREGORY J. BLODIG,  
Registered Agent.