

P950000 28846

Garla Kelley  
2767 W. State Rd 434  
Longwood, Florida 32779

April 4, 1995

800001450888  
-04/07/95--01030--004  
\*\*\*245.00 \*\*\*122.50

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sirs:

Please find enclosed in duplicate the Articles of Incorporation for Better Body Works, Inc.. and the Designation and Acceptance of Registered Agent for filing.

I am also including a check for recording and certified copy fees made payable to the Secretary of State in the amount of \$122.50. I would appreciate having one copy certified and returned to the above address as soon as possible.

Sincerely,

*Garla Kelley*  
Garla Kelley

Enclosures

*DMC 4/12/95*

FILED  
55 APR -7 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
Better Body Works, Inc.**

**FILED**  
95 APR -7 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I NAME**

The name of the corporation shall be Better Body Works, Inc

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, 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 a par value of \$1.00 per share

**ARTICLE IV ADDRESS**

The street address of the initial registered office of the corporation shall be 2767 W. State Rd 434, Longwood, Florida 32779 and the name of the initial Registered Agent for the corporation at that address is Garla Kelley

**ARTICLE V SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance

## **ARTICLE VI TERM OF EXISTENCE**

This corporation shall exist perpetually

## **ARTICLE VII LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law

## **ARTICLE VIII SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation

#### **ARTICLE IX DIRECTORS**

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

**Peter D. Leimgruber, 1255 Belle avenue #179, Winter Springs, FL 32708**

#### **ARTICLE X INCORPORATOR**

The name and address of the incorporator is

**Garla Kelley  
2767 W. State Rd. 434  
Longwood, FL 32779**

IN WITNESS WHEREOF, the undersigned has hereunto set his  
hand and seal on this 4th. day of April, 1995.

Incorporator:

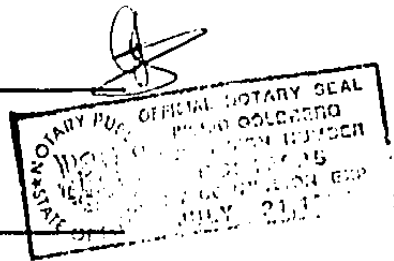
Garla Kelley  
Garla Kelley

STATE OF FLORIDA  
COUNTY OF SEMINOLE

The foregoing instrument was executed and acknowledged  
before me this 4th. day of April, 1995, by Garla Kelley.

(SEAL)

Notary Public  
State of Florida  
My Commission Expires:



DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

FILED  
95 APR -7 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following is submitted in compliance with the laws of the State of Florida.

Better Body Works, Inc., a corporation organizing under the laws of the State of Florida with its principal office located at 1255 Belle Avenue #179, Winter Springs, FL 32708 has named Garla Kelley, whose address is 2767 W. State Rd 434, Longwood, Florida 32779 as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Garla Kelley  
Garla Kelley

STATE OF FLORIDA  
COUNTY OF SEMINOLE

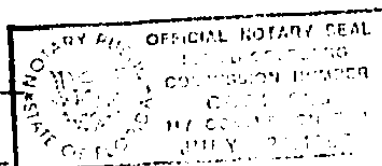
BEFORE ME, the undersigned authority, this day personally appeared Garla Kelley who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 4th. day of April, 1995.

(SEAL)

Notary Public  
State of \_\_\_\_\_

My Commission Expires



P95000028846

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 24, 1996

BETTER BODY WORKS, INC.  
1255 BELLE AVENUE #179  
WINTER SPRINGS, FL 32708

SUBJECT: BETTER BODY WORKS, INC.  
Ref. Number: P95000028846

Debit Memo #: 64094-E

This is to inform you that your check #137 in the amount of \$200.00 and submitted for BETTER BODY WORKS, INC. has been returned to us by your bank because of NSF.

We request that you remit a cashier's check or money order in amount of \$215.00 made payable to the Department of State. This amount will cover the unpaid fees and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please refer to the debit memo number listed above and state that it is a replacement for the returned check mentioned above.

Please note that the documents filed by this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations  
Attn: Pat Bailey  
P.O. Box 6327  
Tallahassee, FL 32314

If you have any questions concerning this matter, please call (904) 487-6816.

Sincerely,  
Pat Bailey  
Accountant I  
Division of Corporations

Letter number: 596A00031300

P95000028846

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 1, 1996

BETTER BODY WORKS, INC.  
1255 BELLE AVENUE #179  
WINTER SPRINGS, FL 32708

SUBJECT: BETTER BODY WORKS, INC.  
Ref. Number: P95000028846

Debit Memo #: 64094-E

Due to your failure to respond to our previous letter, your Annual Report for BETTER BODY WORKS, INC. has been cancelled and is considered not filed as of August 1, 1996.

Please refer to our previous letter advising you of the returned check.

Section 607.1421, Florida Statutes, requires us to give at least 60 days notice of our intent to administratively dissolve a Florida corporation or revoke the authority to transact business of a foreign corporation for failure to file the annual report and pay the filing fee. This will serve as your notice that if payment of \$215.00 is not received within the 60 day period, your corporation will be administratively dissolved or revoked and a reinstatement fee of an additional \$175 will be imposed.

Please send your response to:

Division of Corporations  
Attn: Pat Bailey  
P.O. Box 6327  
Tallahassee, FL 32314



# State of Florida



Department of State

## CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for BETTER BODY WORKS, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of October 11, 1996 for failure to file the required annual report(s), as required by law.

The document number of this corporation is P95000028846.

P95000028846

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capitol, this the  
Eleventh day of October, 1996



CR2EO22 (2-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State