

FRANK P. TYSON, JR.  
ATTORNEY AT LAW

P95000053748

July 5, 1995

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Fitness Health Nutrition Services Corporation

Dear Sirs:

Enclosed herewith please find two (2) original copies of the Articles of Incorporation for the above-referenced corporation.

Also enclosed is my check in the amount of \$122.50 to cover the cost of same.

Please return one (1) certified copy to the above address. Thank you for your attention to this matter.

Very truly yours,

Frank P. Tyson, Jr.

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-07/07/95--01066--010  
\*\*\*\*122.50 \*\*\*\*122.50

FPT/st

Enclosures

ARTICLES OF INCORPORATION  
FITNESS HEALTH NUTRITION SERVICES CORPORATION

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby subscribe and form a corporation for profit under the Laws of Florida.

ARTICLE I - NAME

The name of this corporation is:

FITNESS HEALTH NUTRITION SERVICES CORPORATION

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of Common Stock each share having a par value of One Dollar (\$1.00).

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One Hundred Dollars (\$100.00).

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence.

#### ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 588 Banyan Road, Gulfstream, Delray Beach, Florida 33483.

#### ARTICLE VII - MANAGEMENT

The business of the corporation shall be managed by the Stockholders of the corporation rather than by a Board of Directors.

#### ARTICLE VIII - SUBSCRIBERS

The names and addresses of the initial subscribers to these Articles of Incorporation and the number of shares to be purchased and the consideration to be received therefor is:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
George J. Jonson 588 Banyan Road Gulfstream Delray Beach, Florida 33483	50	\$ 50.00
James Thomas Bell Athena Bell 3944 Meadow Breeze Court Apartment 56 Palm Harbor, Florida 34684	50	\$ 50.00

IN WITNESS WHEREOF, We, the subscribers, have executed these Articles of Incorporation this 30 day of June, 1995.

George J. Jonson  
GEORGE J. JONSON  
Athena Bell  
ATHENA BELL

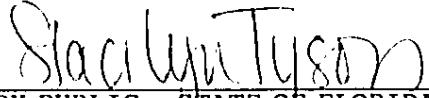
James Thomas Bell  
JAMES THOMAS BELL

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared GEORGE J. JONSON, JAMES THOMAS BELL and ATHENA BELL, to me well known and known by me to be the individuals described in and whom executed the foregoing Articles of Incorporation, and they have acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Palm Beach County, Florida, this 30th day of June, 1995.



NOTARY PUBLIC - STATE OF FLORIDA

Staci Lyn Tyson  
PRINTED NAME OF NOTARY PUBLIC

My commission expires:



STACI LYN TYSON  
My Commission CC334828  
Expires Feb. 10, 1998

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUES, THE  
FOLLOWING IS SUBMITTED:

FIRST---THAT FITNESS HEALTH NUTRITION SERVICES CORPORATION,  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF DELRAY  
BEACH, STATE OF FLORIDA, HAS NAMED GEORGE J. JONSON, LOCATED AT 588  
BANYAN ROAD, GULFSTREAM, CITY OF DELRAY BEACH, STATE OF FLORIDA, AS  
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE George J. Jonson  
(CORPORATE OFFICER)

TITLE President

DATE June 30, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,  
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE, TO  
COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER  
AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE George J. Jonson  
DATE June 30, 1995