

**P9500064421**

PH 10 PM P.0005  
((H9500000510611)) ELEC. ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
0: DIVISION OF CORPORATIONS FRONT EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 W FLAGLER ST  
STATE OF FLORIDA SUITE 200  
409 EAST GAINES STREET MIAMI FL 33135-  
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
FAX: (904) 922-4000 PHONE: (305) 541-3694  
FAX: (305) 541-3770

((H9500000919611)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: SPORTFIT NUTRITIONAL CENTER, INCORPORATION  
FAX AUDIT NUMBER: H95000009196 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 08/18/1995 TIME REQUESTED: 10:56:42  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H9500000919611))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:08

RECEIVED  
TALLAHASSEE, FLORIDA  
AUG 21 PM 1:14

*AS/21*

RECEIVED  
AUG 21 AM 10:55  
08/20/95

00-01-1977 10:19

RECEIVED  
JAN 13 1977  
FBI  
JAN 13 1977  
JAN 13 1977

H9500009196

# ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, SUBSCRIBERS TO THESE ARTICLES FOR THE FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

## ARTICLE I

### CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE SPORTFIT NUTRITIONAL CENTER, CORPORATION

## ARTICLE II

### NATURE OF CORPORATE BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

## ARTICLE III

### CAPITAL STOCK

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCKS OUTSTANDING AT ANY GIVEN TIME. THE SHARES OF STOCK AUTHORIZED SHALL HAVE A PAR VALUE OF ONE DOLLAR (\$1.00).

## ARTICLE IV

### INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE HUNDRED 00/00 (\$100.00) DOLLARS.

## ARTICLE V

### DURATION AND BEGINNING OF CORPORATE EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN AT THE TIME OF FILING OF THESE ARTICLES OF INCORPORATION BY THE STATE OF FLORIDA.

ALFONSO CORDERO, CPA  
(305) 599. 4111  
8025 N.W. 36 St. #322  
Miami, FL 33144

H9500009196

H9500009196

ARTICLE VI

PRINCIPAL OFFICE AND REGISTERED AGENT

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

1800 WEST 68 STREET STE. 137  
HIALEAH, FLORIDA 33014

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE REGISTERED AGENT OF THIS CORPORATION SHALL BE:

GLORIA GONZALEZ  
1800 WEST 68 STREET STE. 137  
HIALEAH, FLORIDA 33014

ARTICLE VII

DIRECTORS

THIS CORPORATION SHALL HAVE FOUR DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

ARTICLE VIII

THE NAME AND TITLE OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME	TITLE
GLORIA GONZALEZ	PRESIDENT
JUANITA LOPEZ	VICE-PRESIDENT
NELSON GONZALEZ	TREASURER
ALBERTO A. LOPEZ	SECRETARY

H95000009196

H9500009196

ARTICLE IX  
SUBSCRIBERS

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

GLORIA GONZALEZ	1900 WEST 68 STREET APT B301 HIALEAH, FLORIDA 33014
JUANITA LOPEZ	11930 NORTH BAYSHORE DRIVE APT. 709 NORTH MIAMI, FLORIDA 33181
NELSON GONZALEZ	1900 WEST 68 STREET APT B301 HIALEAH, FLORIDA 33014
ALBERTO A. LOPEZ	11930 NORTH BAYSHORE DRIVE APT. 709 NORTH MIAMI, FLORIDA 33181

ARTICLE X  
PREEMPTIVE RIGHTS

SHOULD ANY STOCKHOLDER WISH TO DISPOSE OF HIS STOCK IT SHALL FIRST BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE NO GREATER THAN A BONA-FIDE OFFER BY ANY THIRD PERSON, AND SAID SHALL BE AVAILABLE FOR A PERIOD OF NINETY (90) DAYS TO SUCH REMAINING STOCKHOLDERS. IN THE EVENT THAT ANY OF SAID STOCK IS NOT PURCHASED BY ANY OF THE REMAINING STOCKHOLDERS WITHIN NINETY (90) DAYS OF THE OFFER, SAID STOCK MAY THEN BE SOLD BY THE STOCKHOLDER TO A THIRD PERSON APPROVED BY THE OTHER SHAREHOLDERS.

ARTICLE XI  
AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.



H9500009196


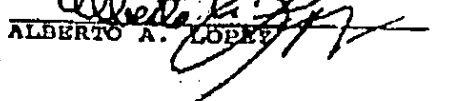
H95000009196

ARTICLE XII

THE STOCK OF THIS CORPORATION MAY BE ISSUED PURSUANT TO THE PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE, SO THAT THE STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS PROVIDED THEREUNDER.

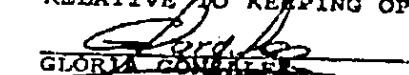
IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THE 18, DAY OF AUGUST, 1995.

  
GLORIA GONZALEZ  
  
NELSON GONZALEZ

  
JUANITA LOPEZ  
  
ALBERTO A. LOPEZ

ACKNOWLEDGMENT

HAVING BEEN NAMED ABOVE AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE SLATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

  
GLORIA GONZALEZ

H95000009196

RECEIVED  
TALLAHASSEE, FLORIDA  
95 AUG 21 PM 4:14  
00000000000000000000