

P 95 0000 66916

REYNOLDS & REYNOLDS

CHARTERED ATTORNEYS

BOCA RATON, FLORIDA 33432

POST OFFICE BOX 480

BOCA RATON, FLORIDA 33429-0480

JAY J. REYNOLDS
MAXINE V. E. REYNOLDS

TELEPHONE (407) 381-1000
FACSIMILE (407) 381-1024

August 24, 1995

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32399-0250

200001572072
-001/20/95-111155-0012
*****70.00 *****70.00

In re: Fit For You of Boca Raton, Inc.

Dear Madam Deputy:

Enclosed please find two duplicate originals of the Articles of Incorporation for Fit For You of Boca Raton, Inc., along with my check for \$70.00 to cover the cost of filing. Kindly return one copy of the Articles along with your charter letter, noting on the copy that the original was received by you.

I have enclosed a self-addressed, stamped envelope for your use.

Thank you for your courtesy.

Yours very truly,

Maxine V. E. Reynolds
Maxine V. E. Reynolds

MVER/jlg1
Enclosures/4

F. CHESGER AUG 30 1995

ARTICLES OF INCORPORATION
FOR
FIT FOR YOU OF BOCA RATON, INC.

FILED
MAY 28 1974
FBI - MIAMI

ARTICLE I
NAME

The name of this corporation is FIT FOR YOU OF BOCA RATON, INC.

ARTICLE II
PURPOSE

The general nature of the business and the objects, purposes and powers to be transacted and carried on by this Corporation are:

(A) To conduct and operate a physical fitness center including but not limited to rehabilitative techniques, person fitness, nutrition, physical therapy and related therapies.

(B) To sell, lease, and exchange real estate and to actively solicit and procure vendors and purchasers of real and personal property; and to buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries; to manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every kind, class, and description.

(C) To buy, sell, deal in, lease, hold, subdivide, improve and develop real estate; and to engage in, conduct and carry on any business or undertaking for the improvement of property owned by the corporation or in which it may have an interest.

(D) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.

(E) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(F) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while the owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(G) In general to have and exercise any and all powers that corporations have and may exercise under the laws of the United States of America and the State of Florida and as the same may be amended from time to time except such as are inconsistent with the express provisions of these Articles.

ARTICLE III

AUTHORIZED SHARES AND RIGHTS

The aggregate number of shares of stock that this corporation

is authorized to issue is five hundred (500) shares of common stock, having a nominal or par value of One (\$1.00) Dollar per share.

ARTICLE IV

REGISTERED AGENT AND REGISTERED OFFICE

The initial street address of the Registered Office of this corporation is 7300 North Federal Highway, Suite 100, Boca Raton, Florida 33487. The name of the Registered Agent of this corporation is SAMANTHA HAIMES. The Registered Agent and Registered Office may be changed as the Board of Directors from time to time directs, with appropriate notice being given to the Secretary of State in accordance with law. A written acceptance of this designation is incorporated in these Articles of Incorporation.

ARTICLE V

TERM

This corporation shall have perpetual existence.

ARTICLE VI

INCORPORATOR

The names and street addresses of the incorporators of these Articles of Incorporation are:

Barry Herman, 2908 Carambola Circle South, B-104
Coconut Creek, Florida 33060

Samantha Haimes, 7300 North Federal Highway, 104
Boca Raton, Florida 33487

ARTICLE VII

DIRECTORS

This corporation shall have not less than one (1) nor more than five (5) directors to be elected or appointed as set forth in the By-Laws. Directors may not be removed except for cause.

ARTICLE VIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation to the fullest extent permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon such officer or director in connection with any proceeding in which that officer or director may become involved by reason of being or having been an officer or director of the corporation, whether or not that person is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE IX

PHONE MEETING AUTHORIZED

Members of the Board of Directors or of any executive committee designated by the Board of Directors in accordance with law shall be deemed present at any meeting of the Board of Directors or executive committee, as the case may be, if a conference telephone or similar communications equipment is used by means of which all persons participating in the meeting can

simultaneously communicate with and receive communication from all other persons involved in such meeting.

ARTICLE X

STOCK STRUCTURE

In any resolution of the Board of Directors providing for the issuance of any new shares, the Board of Directors may determine or alter the rights, preferences, privileges, and restrictions granted to or imposed upon any such shares, only with the approval of the stockholders.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved in a meeting of 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, unless all of the Directors and all of the Stockholders sign a written statement and manifest their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XII

PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office for this corporation is: 7300 North Federal Highway, Suite 100, Boca Raton, Florida 33487.

ARTICLE XIII

COMMENCEMENT

This corporation shall be deemed to commence when the Articles

are filed and the Charter is issued by the Florida Secretary of State.

IN WITNESS WHEREOF, We, the undersigned, being the original incorporator(s) have herunto set our hands and seals this 21st day of August, 1995, for the purposes of forming this corporation to do business both within and without the State of Florida.

Barry K. Herman
BARRY HERMAN
Samantha Haimes
SAMANTHA HAIMES

STATE OF FLORIDA
COUNTY OF PALM BEACH

)
) ss.:
)

BEFORE ME, the undersigned authority, this day personally appeared BARRY HERMAN and SAMANTHA HAIMES, who, being first duly sworn, depose and say they have read the foregoing Articles of Incorporation, that the facts and matters contained therein are true and correct and that they have, executed same for the purposes therein expressed.

SWORN to and subscribed before me this 21ST day of August, 1995, by Barry Herman ✓ to me known or who provided the following as identification, and by Samantha Haimes ✓ to me known or who provided the following as identification, both of whom took an oath, in the State and County last aforesaid.

Maxine M. Reynolds
Notary Public

My Commission Expires:



Official Seal
MAXINE M. REYNOLDS
Notary Public, State of Florida
My Comm. Expires July 25, 1996
No. CC207595

CERTIFICATE OF ACCEPTANCE OF DESIGNATION

AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as
Registered Agent of:

FIT FOR YOU OF BOCA RATON, INC.

and agree to serve as its agent to accept service of process within
this State at its Registered Office at 7300 North Federal Highway,
Suite 100, Boca Raton, Florida 33487.



Samantha Haimes
Registered Agent

FILED

1995 AUG 29 AM 7:42

SECRET
TALLAHASSEE, FLORIDA

DEC 11 05 MON 14:54

P.01

12/11/95
10:30 AM

FLORIDA DIVISION OF CORPORATIONS

(((H95000013847))) PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: REYNOLDS & REYNOLDS,
CHARTERED

DEPARTMENT OF STATE PO BOX 490
STATE OF FLORIDA
409 EAST GAINES STREET BOCA RATON FL 33429-0490
TALLAHASSEE, FL 32399 CONTACT: JENNIFER GLASS
FAX: (904) 922-4000 PHONE: (407) 391-1000
FAX: (407) 391-1024

(((H95000013847))) DOCUMENT TYPE: BASIC AMENDMENT
NAME: FIT FOR YOU OF BOCA RATON, INC.
FAX AUDIT NUMBER: H95000013847 CURRENT STATUS: REQUESTED
DATE REQUESTED: 12/11/1995 TIME REQUESTED: 10:30:02
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 1 METHOD OF DELIVERY: FAX/MAIL
ESTIMATED CHARGE: \$52.50 ACCOUNT NUMBER:

072100000331

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Fax Audit
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(((H95000013847)))

** ENTER 'M' FOR MENU. **

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DIVISION OF CORPORATIONS

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95 DEC 11 PM 2:21

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95 DEC 11 PM 2:21
DIVISION OF CORPORATIONS

DEC 11 05 PM 14:57

P.03

12/11/95 13 39 F1 Dept. of State p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1995

FIT FOR YOU OF BOCA RATON, INC.
7300 N FEDERAL HWY SUITE 100
BOCA RATON, FL 33487

SUBJECT: FIT FOR YOU OF BOCA RATON, INC.
REF: P95000066916

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please correct your document to reflect that it is filed pursuant to the correct statute number.

Amendments are filed in compliance with section 607.1006, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H95000013847
Letter Number: 895A00053565

DEC-11-95 MON 14:55

P. 02

H95000013847

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
FIT FOR YOU OF BOCA RATON, INC.**

FILED

95 DEC 11 PM 4:14

TO: Department of State
Tallahassee, Florida 32304

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is Fit For You of Boca Raton, Inc.
2. The following amendments of the articles of incorporation were adopted by the President, sole director and shareholder of the corporation on Nov. 27, 1995 in the manner prescribed by the Florida General Corporation Act:

ARTICLE I

NAME

The name of this corporation is FITNESS FOR YOU OF BOCA RATON, INC.

Dated Nov 27, 1995

FITNESS FOR YOU OF BOCA RATON, INC.

Samantha Haimen
By: Samantha Haimen, President, Sole Director
and Shareholder

STATE OF FLORIDA)

) ss

COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority duly qualified to take oaths and acknowledgements, personally appeared SAMANTHA HAIMES, to me personally known or who has provided personally known as identification, and known to me to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 27 day of Nov 1995.

[Signature]
NOTARY PUBLIC

My commission expires:



Official Seal
JENNIFER L. GLASS
Notary Public, State of Florida
My Comm. Expires October 20, 1998
No. CC227124

Prepared by:
Jav J. Reynolds, Esquire
P.O. Box 490
Boca Raton, Florida 33429
FBN 097675

H95000013847