

CONTACT PERSON: Karen B. Rozar

__ CERTIFICATE OF GOOD STANDING

XX ___ CERTIFIED COPY

___ PLAIN STAMPED COPY

EXAMINER'S INITIALS:

T. BROWN JAN 1 7 1996

ARTICLES OF INCORPORATION OF OMNI-FIT, INC.

PILED

SECRETARIAN SERVINA

ARTICLE I - NAME

The name of this corporation is OMNI-FIT, INC. The mailing address of the corporation shall be 1374 Tindaro Drive, Apopka, Florida 32703.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

1374 Tindaro Drive Apopka, Florida 32703

The name of the initial registered agent of this corporation at that address shall be:

Livia Peraza

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).
- B. The name and address of the initial director of this corporation is as follows:

Name

Street Address

Livia Peraza

1374 Tindaro Drive Apopka, Florida 32703

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>

Address

Livia Peraza

1374 Tindaro Drive Apopka, Florida 32703

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9th day of January, 1996.

Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this day of January, 1996, by Livia Peraza, who produced I to 10.4 Drivery / repuls Phio-570-, as identification, and did not take an oath.

DEBRA S. MAUGET Notary Public, State of Florida My comm expires Mar. 23, 1999 No. CC425942 Bended thru Ashton Agency, Inc.

AFFIX NOTARY STAMP

Signature of Notary Public

DEBRY S. MANGET (Print Notary Name)
My Commission Expires: 2/23/77

Commission No.: Cc.425

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of OMNI-FIT, INC., I hereby accept and agree to act in this capacity.

mlw\omnifit\articles.inc