

JUN 24 1996 17:11:11

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FAX: (904) 422-0000 CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SAFETY GYM, INC.

FAX AUDIT NUMBER: H96000008793

DATE REQUESTED: 06/24/1996

CERTIFIED COPIES: 1

NUMBER OF PAGES: 6

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 16:30:10

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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PREPARED BY:

Daniel R. Vaughan, P.A.

353 EAST NEW YORK AVE

DELAND, FL 32701

904-738-7464

FBN. 083486

**ARTICLES OF INCORPORATION****OR****SAFETY GYM, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I - NAME**

The name of the Corporation is SAFETY GYM, INC.

**ARTICLE II - COMMENCEMENT AND DURATION**

The Corporation shall commence its corporate existence on the date these articles are filed with the Secretary of the State of Florida, and shall have a perpetual existence thereafter, until dissolved according to law.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock, having a par value of ONE (\$1.00) Even Dollar per share.

Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or

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in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

#### ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is 613 W. Minnesota Avenue, DeLand, FL 32720, and the initial registered agent of this Corporation at such office shall be WALTER R. ANDERSON, who, upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The initial registered office shall also be the principal office of the corporation.

#### ARTICLE VII - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

The initial Board of Directors shall consist of TWO (2) members. The number of directors may be increased or decreased from time to time by

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vote of the stockholders, but in no case shall the number of directors be less than one (1), nor more than seven (7). The names and addresses of the directors constituting the initial Board of Directors are:

NAMES	ADDRESSES
WALTER R. ANDERSON President/Director	613 W. Minnesota Avenue DeLand, FL 32720
TINA M. ANDERSON Sec./Treas./Director	613 W. Minnesota Avenue DeLand, FL 32720

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

#### ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law. That duty to indemnify shall not, however, be interpreted to extend to agents or employees of the corporation, unless such agents or employees are also officers or directors.

#### ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

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**ARTICLE X - AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the shareholders, or at any special meeting of the shareholders called for that purpose.

**ARTICLE XI - INCORPORATOR**

The name and street address of the persons signing these Articles of Incorporation is:

WALTER R. ANDERSON  
613 W. Minnesota Avenue  
DeLand, FL 32720

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby execute these Articles of Incorporation, this 24th day of June, 1996.

Walter R. Anderson  
WALTER R. ANDERSON  
Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for SAFETY GYM, INC. at the place designated in the Articles of Incorporation, I, hereby accept the appointment and hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to keeping open such office, and with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as Registered Agent.

Date 6/24/96

Walter R. Anderson  
WALTER R. ANDERSON  
Registered Agent

STATE OF FLORIDA }

COUNTY OF VOLUSIA }

: SS

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JUN-24-1996 17:20 FROM

TO

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The foregoing instrument, the Articles of Incorporation of SAFETY GYM, INC., was acknowledged before me this 24th day of June, 1996, by WALTER R. ANDERSON, as Incorporator, and as Registered Agent, who is personally known to me, or who has produced no identification.

*Daniel R. Vaughn*  
DANIEL R. VAUGHN  
NOTARY PUBLIC



OFFICIAL SEAL  
DANIEL R. VAUGHN  
My Commission Expires  
Oct. 22, 1998  
Comm. No. CC 237778

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96 JUN 25 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA