

JACOBY & BRIMO
ATTORNEYS AT LAW

KENNETH N. JACOBY
ANTHONY N. BRIMO

1425 SOUTH PATRICK DRIVE
SATELLITE BEACH, FLORIDA 32937
TELEPHONE (407) 773-1997

996000059598

June 27, 1996

30000185313
996000059598
WWW12250 WWW12250

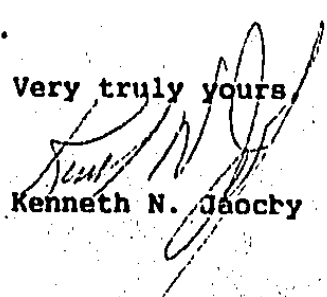
Corporate Records Bureau
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32301

To whom it may concern,

Enclosed please find the original and one copy of the Articles of Incorporation of MYO FITNESS, INC. to be filed with your office. Also enclosed is our check in the amount of \$122.50 for the filing fee in this matter.

Thank you for your assistance.

Very truly yours,


Kenneth N. Jacoby

enclosures

KNJ/bj

JUL 17 1996

BSB

FILED
96 JUL 15 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

96 JUL 15 AM 9:22

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MYO FITNESS, INC.

ARTICLE I - NAME

The name of the corporation is MYO FITNESS, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purpose of this corporation is to engage in the transaction of any or all business permitted under the laws of the United States and the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock, and each share having the par value of One (\$1.00) Dollar.

**ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS
AND PRINCIPLE OFFICE ADDRESS**

The street address of the initial registered office of this corporation is 1423 South Patrick Drive, Indian Harbour Beach, Fl. 32937. The name of the initial registered agent at that address is KENNETH N. JACOBY, P.A..

The principal office of the corporation and its mailing address is 1423 South Patrick Drive, Indian Harbour Beach, Florida 32937

ARTICLE VI - DIRECTIONS

The corporation shall have one (1) director initially whose name and address is as follows:

NAME

ADDRESS

Kenneth N. Jacoby

1423 South Patrick Drive
Indian Harbour Beach, FL. 32937

The number of directors may be changed according to the by-laws of this corporation.

ARTICLE VII - SUBSCRIBER

The name and address of the incorporator of this corporation is as follows:

NAME

ADDRESS

Kenneth N. Jacoby

1423 South Patrick Drive
Indian Harbour Beach, FL. 32937

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 8TH day of JULY, 1996.

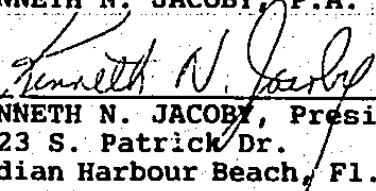

INCORPORATOR - KENNETH N. JACOBY

ACCEPTANCE BY REGISTERED AGENT

I hereby acknowledge I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

KENNETH N. JACOBY, P.A.

by:


KENNETH N. JACOBY, President
1423 S. Patrick Dr.
Indian Harbour Beach, FL. 32937

SWORN TO AND SUBSCRIBED before me this 8th day of
July, 1996.

Lorraine A. Conzatti
NOTARY PUBLIC

My commission expires:



LOHRIE A CONZATTI
My Commission 00496180
Expires Jan 31 1999
Bonded by HAI
630-422-1866