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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BETTER HALF PERSONAL FITNESS, INC.

FAX AUDIT NUMBER: H96000010912

CURRENT STATUS: REQUESTED

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ARTICLES OF INCORPORATION
OF
BETTER HALF PERSONAL FITNESS, INC.

The undersigned, desiring to form a corporation pursuant to Chapter 607 of the Florida Statutes, Florida Business Corporation Act, certifies:

ARTICLE I
NAME

The name of the corporation is BETTER HALF PERSONAL FITNESS, INC.

ARTICLE II
DURATION

The period of existence of this corporation is perpetual.

ARTICLE III
PURPOSE

The purpose for which this corporation is formed is to engage in any and all business permitted under the Florida Business Corporation Act.

ARTICLE IV
POWERS

This corporation shall have the power to carry out any and all of its purposes, and said powers shall include, but not be limited to, the powers granted under section 607.0302 of the Florida Business Corporation Act.

ARTICLE V
CAPITAL STOCK

The total authorized capital stock of this corporation is Five Hundred (500) shares of common stock with One (\$1.00) Dollar par value.

Prepared by:

Kirk A. Jastrow, P.A.
Florida Bar No. 438146
Dadeland Towers, Suite 402
9200 S. Dadeland Blvd.
Miami, Florida 33154
(305) 670-3039

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**ARTICLE VI
PREEMPTIVE RIGHTS**

Each initial shareholder shall retain pro-rata preemptive rights as to the issuance of any additional shares in the future.

**ARTICLE VII
PRINCIPAL OFFICE**

The location of the corporation's principal office is:

6971 S.W. 152nd Street
Miami, Florida 33158

**ARTICLE VIII
INITIAL REGISTERED AGENT**

The name of the corporation's initial registered agent upon whom process against this corporation may be served is:

Kirk A. Jaslow, P.A.
Dadeland Towers, Suite 402
9200 S. Dadeland Blvd.
Miami, Florida 33156

**ARTICLE IX
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one (1) director, who shall not be required to be a shareholder. The name and address of the person to serve as director is:

Karl B. Ellins
6971 S.W. 152nd Street
Miami, Florida 33158

**ARTICLE X
INCORPORATORS**

The name and address of the incorporator is:

Karl B. Ellins
6971 S.W. 152nd Street
Miami, Florida 33158

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ARTICLE XI
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6 day of August, 1996.

Karl B. Ellins
Karl B. Ellins, Incorporator

STATE OF FLORIDA

COUNTY OF DADE

ss.:

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Karl B. Ellins, who has is personally known to me, and who executed the foregoing Articles of Incorporation, and who acknowledged before me the execution of these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the state and county aforesaid, this 6 day of August, 1996.

Kirk A. Jaslow
Name:
Notary Public, State of Florida

My commission expires:

KIRK A. JASLOW
Notary Public, State of Florida
My Comm. Expires Aug. 22, 1996
No. CC381511
Record This Office Notary Seal

BETTER HALF PERSONAL FITNESS, INC.
6971 S.W. 152nd Street
Miami, Florida 33156

That BETTER HALF PERSONAL FITNESS, INC., desiring to organize under the laws of the State of Florida, and having its principal office at 6971 S.W. 152nd Street, Miami, Florida 33156, has named Kirk A. Jaslow, P.A., Dadeland Towers, Suite 402, 9200 S. Dadeland Blvd., Miami, Florida 33156, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to serve as the registered agent for the corporation, and agree to comply with the applicable provisions of Florida law.

Dated this 6 day of August, 1996.

Kirk A. Jaslow, P.A.,
Registered Agent

By: Kirk A. Jaslow
Kirk A. Jaslow, President

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