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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: BETTER HALF PERSONAL FITNESS, INC.

FAX AUDIT NUMBER: H96000010912

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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) 670-3059

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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  
2200 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

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

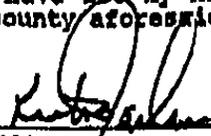
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6 day of August, 1996.

  
\_\_\_\_\_  
Karl B. Ellins, 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.

  
\_\_\_\_\_  
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  
Became Notary Public

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BETTER HALF PERSONAL FITNESS, INC.  
6971 S.W. 152nd Street  
Miami, Florida 33158

\*\*\*\*\*

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 33158, 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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