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TRANSMITTAL LETTER

FILED

96 SEP 18 AM 11:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Cutting Edge Fitness & Nutrition, Inc.

(Proposed corporate name - must include suff)

000001950690

-09/18/96--01069--018

*****78.75 *****76.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Raylene L. Brown
Name (printed or typed)

8018 Hunters Grove Road
Address

Jacksonville, Florida 32256
City, State & Zip

(904) 646-0495
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Handwritten: 9-20-96

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

The Cutting Edge Fitness & Nutrition, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8640 Phillips Highway
Suite #1
Jacksonville, FL 32256

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Raylene L. Brown

8640 Phillips Highway, Suite #1
Jacksonville, FL 32256

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Raylene L. Brown
8640 Phillipa Highway, Suite I
Jacksonville, Florida 32256

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

10 day of September, 19 96.

Raylene L. Brown
Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the corporation is: The Cutting Edge Fitness & Nutrition, Inc.

2. The name and address of the registered agent and office is:

Raylene L. Brown

(NAME)

8640 Phillips Highway, Suite 1

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Jacksonville, Florida 32256

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Raylene L. Brown
(SIGNATURE)

Sept. 16, 1996
(DATE)

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