

P96000091236
TRANSMITTAL LETTER

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

800001995658--2
-11/05/96--01049--006
*****70.00 *****70.00

SUBJECT: Private Workout, Inc.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 70.00 . \$35.00 filing fee
 35.00 registered agent fee
 \$70.00

FROM:

Private Workout, Inc.
Name (printed or typed)
P.O. Box 747
Address
Tavernier, Florida 33070
City, State, & Zip
(305) 852-2834
Telephone Number

FILED
96 NOV -4 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

PH
11/6/96

ARTICLES OF INCORPORATION

OF

Private Workout, Inc.

FILED

96 NOV -4 PM 3:18

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:

Private Workout, Inc.

ARTICLE II PRINCIPAL OFFICE

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

Mailing Address:

P.O. Box 747
Tavernier, Florida 33070

ARTICLE III CAPITAL STOCK

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

1000 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Martha Otto-Fitzdam
138 Plantation Avenue
Tavernier, Florida 33070

FILED

ARTICLE V INCORPORATOR(S)

96 NOV -4 PM 3:18

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

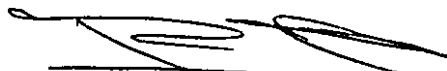
Richard Baiz
87961 Old Highway
Islamorada, Florida 33036


Linda Baiz
87961 Old Highway
Islamorada, Florida 33036

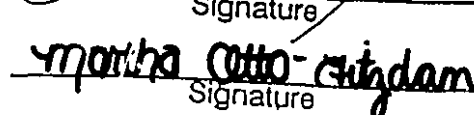
Martha Otto-Fitzdam
138 Plantation Avenue
Tavernier, Florida 33070

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

29th day of October, 19 96.



Signature


Signature


Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, hereby makes the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Private Workout, Inc.

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

Martha Otto-Fitzdam
(NAME)

138 Plantation Avenue
(P.O. BOX NOT ACCEPTABLE)

Tavernier, Florida 33070
(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.

SIGNATURE Martha Otto-Fitzdam

DATE 10/29/96