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November 4, 1996

State of Florida
Division of Incorporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-11/06/96--01059--005
****131.25 ****131.25

Please find enclosed the Articles of Incorporation of my new corporation I wish to start in the State of Florida.

I am enclosing a check in the amount of \$131.25 for the following:

\$35.00 Filing Fee
\$35.00 Designation of Registered Agent
\$52.50 Certified Copy
\$ 8.75 Certificate of Status

Please send me my Certificate of Incorporation so I may apply for a tax identification number with the State of Florida.

Please give me a call at 561-278-5221 if you have any questions or need any additional information.

Thank you.

Sincerely,


Thomas D. Merkel

Enclosure
TM/dm

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96 NOV -8 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CERTIFIED GYM REPAIR, INC.

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE - NAME: The name of this corporation is:

CERTIFIED GYM REPAIR, INC.

ARTICLE TWO - DURATION OF CORPORATION: This corporation shall exist perpetually.

ARTICLE THREE - NATURE OF BUSINESS OF THE CORPORATION: The general nature of the business to be transacted by this corporation is:

1. To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

FURTHER, and not by way of limitation of the preceeding paragraph;

2. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

3. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real or personal property, including franchise, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

4. To contract debts and borrow money, issue and sell and pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other State or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE FOUR - INITIAL CAPITAL: The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE FIVE - ADDRESS: This initial address of the principal office of this corporation in the State of Florida is: 321 N.E. 2nd Avenue, Delray Beach, Florida, 33444. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE SIX - CAPITAL STOCK The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: TWENTY THOUSAND (20,000) shares of common stock having a nominal par value of: ONE CENT (\$.01) per share.

ARTICLE SEVEN - RESIDENT AGENT

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST - That CERTIFIED GYM REPAIR, INC., desiring to organize under the Laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Delray Beach, County of Palm Beach, State of Florida, has named DEBRA A. MERKEL, located at 321 N.E. 2nd Avenue, Delray Beach, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, with the provision of said Act to keeping open said office.

ARTICLE EIGHT - DIRECTORS. This corporation shall be exercised by a board of One (1) or more directors initially. The number of directors

ARTICLE NINE - INITIAL DIRECTORS The name and address of the members of the First Board of Directors is:

THOMAS D. MERKEL 321 N.E. 2nd AVENUE DELRAY BEACH, FLORIDA 33444

may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE TEN. - SUBSCRIBERS : The name and address of the subscriber of these articles of incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
PATRICIA D. MERKEL	321 NE 2 AVE. DELRAY BCH, FL	550	\$ 550.00
THOMAS D. MERKEL	321 NE 2 AVE. DELRAY BCH, FL	450	\$ 450.00

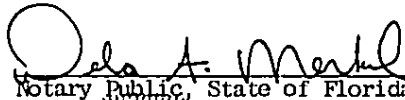
ARTICLE ELEVEN - AMENDMENT These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.


THOMAS D. MERKEL

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County names above to take acknowledgements, personally appeared THOMAS D. MERKEL, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed the same.

WITNESS my hand and official seal in the County of Palm Beach, State of Florida this 31st day of October, 1996.


Notary Public, State of Florida at Large

My commission expires: April 20, 1997

