

# P90000099820

## TRANSMITTAL LETTER

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

100002023991--8  
-12/09/96--01070--019  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: FIVE STAR FITNESS, Inc  
(Proposed corporate name - must include suffix)

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC -9 AM 11:51

FROM: DIANE BEWOCHE  
Name (printed or typed)

1123 LAKE GENOVA DR  
Address

LAKE WORTH, FL 33461  
City, State & Zip

561-547-5535  
Daytime Telephone number

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

*g. j. j. j.*

ARTICLES OF INCORPORATION  
OF  
Five Star Fitness, Inc.

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The undersigned, are natural persons competent to contract; hereby, form a corporation under the laws of the State of Florida.

- FIRST: The name of the corporation is Five Star Fitness, Inc.
- SECOND: The Corporation is organized for the purpose of engaging in every aspect and phase of developing, owning, producing and marketing all types of fitness instruction devices and any other business or activity of or which a corporation organized under the laws of the State of Florida may now or in the future undertake or engage in, and may exercise any powers that corporations may now or in the future exercise. It is intended that the Corporation have the power to, either as a principal or agent, and either alone or in conjunction with others, do everything necessary, suitable, convenient or proper for, or in connection with, or incident to the accomplishment of any lawful purpose or designed directly or indirectly to promote the interests of the corporation or to enhance the value of it's properties.
- THIRD: The Corporation shall exist perpetually.
- FOURTH: The maximum number of shares of stock which the corporation is authorized to issue is five thousand (5000) shares of common capital stock having no par value per share. Holders of Common Stock are entitled to vote on all matters required by law on the basis of one vote per share, and there shall be no cumulative voting. Holders of the common stock shall have preemptive rights to subscribe to securities of the corporation.
- FIFTH: The initial address of the principal office of the corporation in the State of Florida is 1123 Lake Geneva Dr., Lake Worth, Fl 33461. And the name of the initial registered agent of that address to accept service of process within the State of Florida is Diane Begnoche. The Board of Directors may from time to time move the principal office to any other address.

- SIXTH: The Corporation shall have one (1) director initially. The number of directors may be changed from time to time by amendment to, or in the manner provided in, the bylaws of the Corporation.
- SEVENTH: The initial director of the Corporation who shall hold office for the first year of the Corporation's existence or until their successors are elected or appointed and have qualified, will be Diane Begnoche, 1123 Lake Geneva Dr., Lake Worth, Fl. 33461.
- EIGHTH: The name and address of the sole incorporator is Diane Begnoche, 1123 Lake Geneva Dr., Lake Worth, Fl 33461.
- NINTH: The power to adopt, alter, amend and appeal by laws shall be vested in the Board of Directors and the Shareholders.
- TENTH: To the fullest extent permitted by Florida Law, the Corporation shall indemnify any person who is a party, or threatened to be made a party of, to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that the person is or was a director, office employee or Agent of the Corporation or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees), judgements, Fines and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding, including any appeal, of the person acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interests of the Corporation and with respect to any criminal action or proceeding had no reasonable cause to believe their conduct was unlawful.

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IN WITNESS WHEREOF the incorporator has signed these  
Articles of Incorporation this 2nd day of June, 1996.

Diane Begnoche  
Diane Begnoche, Incorporator

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 am familiar  
with and accept the obligations of my position as registered  
agent.

Dated 12-4-96

Diane Begnoche  
Diane Begnoche,  
Registered Agent

STATE OF FLORIDA  
COUNTY OF BROWARD

I CERTIFY THAT ON Dec. 4, 1996  
DIANE BEGNOCHE PERSONNALLY APPEARED BEFORE ME AND ACKNOWLEDGED  
THAT HE EXECUTED THE FOREGOING ARTICLES OF INCORPORATION.

Barbara Ann Hopkins  
NOTARY PUBLIC



BARBARA ANN HOPKINS  
My Comm. Exp. 10/24/2000  
Bonded By Service Inc.  
No. CC006700  
☒ Personally Known ☐ Other I.D.