

P96000 102898

December 3, 1996

Office of the Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

800002023988--7  
-12/09/96--01070--018  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

Re: Ultimate Image Aerobics and Fitness, Inc.

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with my check in the amount of \$122.50 for filing same.

Thank you for your usual prompt attention to these matters.

Please return letter of acknowledgment to

J. E. McGinnis

13244 Milhouse Way

Jacksonville, Florida 32224

FILED  
96 DEC 23 AM 11:46  
STATE  
TALLAHASSEE, FLORIDA

J E McGinnis

Enclosures

EFFECTIVE DATE

Jan 1, 1997

~~615-611~~

~~W916-21046~~

Jmc  
12/23/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 11, 1996

J. E. MCGINNIS  
13244 MILHOUSE WAY  
JACKSONVILLE, FL 32224

SUBJECT: ULTIMATE IMAGE AEROBICS AND FITNESS, INC.  
Ref. Number: W96000026046

We have received your document for ULTIMATE IMAGE AEROBICS AND FITNESS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 196A00055417

**ARTICLES OF INCORPORATION**

**OF**

**Ultimate Image Aerobics and Fitness, Inc.**

**FILED**

96 DEC 23 AM 11:46

SECRET  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME:** The name of the Corporation is: Ultimate Image Aerobics and Fitness, Inc.

**EFFECTIVE DATE**

Jan 1, 1997

**ARTICLE II**

**ADDRESS:** The address of the principal office is 520-B US 17, Yulee, Florida 32097

The mailing address of the corporation is 520-B US 17, Yulee, Florida 32097

**ARTICLE III**

**REGISTERED OFFICE AND REGISTERED AGENT:** The street address of the initial registered office is 520-B US 17, Yulee, Florida 32097 and the name of the initial registered agent is: J. E. McGinnis

**ARTICLE IV**

**DURATION:** The Corporation shall have perpetual existence. The **EFFECTIVE DATE** of the Corporation will be January 1, 1997.

**ARTICLE V**

**PURPOSE:** The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

**ARTICLE VI**

**CAPITAL STOCK:** The Corporation is authorized to issue only one class of stock. The total number of shares authorized shall be 1000 and the par value of each share is \$ .01.

ARTICLE VII

**BOARD OF DIRECTORS:** The initial board of director(s) shall consist of 3 member(s). The names and mailing address' of the individuals whom are to serve as officers are:

Name: Jon E. McGinnis - President

Address: 13244 Milhouse Way  
Jacksonville, Florida 32224

Name: Louis Kincheloe - V. P. Operations

Address: 942 Old Hickory Rd.  
Jacksonville, Florida 32207

Name: Susan York -V.P. Sales / Secretary

Address: 942 Old Hickory Rd.  
Jacksonville, Florida 32207

ARTICLE VIII

**INCORPORATOR:** The name and address of the incorporator is:

Name: J. E. McGinnis

Address: 13244 Milhouse Way  
Jacksonville, Florida 32224

The undersigned being the sole incorporator above named signs and acknowledges these Articles of Incorporation at Jacksonville, Florida on the 3rd day of December, 1996.

  
Incorporator (Signature)

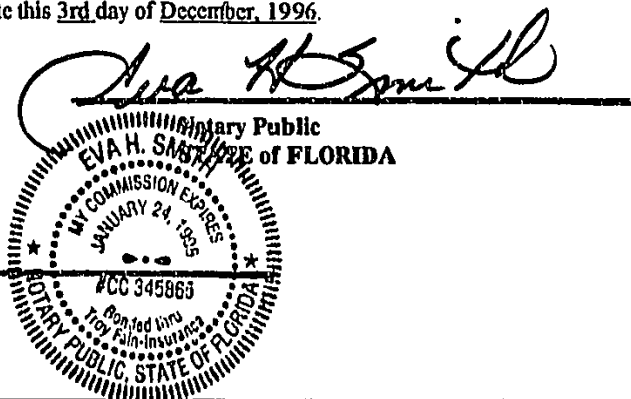
**STATE OF FLORIDA**  
**COUNTY OF Nassau**

Before me, the undersigned authority, personally appeared J. E. McGinnis,

Who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

**IN WITNESS WHEREOF,** I have hereunto set my hand and my official seal, at Jacksonville in Duval County and said State this 3rd day of December, 1996.

My commission expires:




I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

FILED

96 DEC 23 AM 11:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
Jon McGinnis