

P970000/7984



ACCOUNT NO. : 072100000032

REFERENCE : 273452 80410A

AUTHORIZATION *Patricia. Pijut*

COST LIMIT : \$ 122.50

ORDER DATE : February 26, 1997

ORDER TIME : 9:15 AM

ORDER NO. : 273452-005

700002098427--7

CUSTOMER NO: 80410A

CUSTOMER: Evan D. Frankel, Esq  
EVAN D. FRANKEL, ESQ

8025 Biscayne Boulevard

Miami, FL 33138

DOMESTIC FILING

NAME: PULSE FITNESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 FEB 26 AM 11:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K.R. FEB 26 1997

**CERTIFICATE OF INCORPORATION**

- of -

**PULSE FITNESS, INC.**

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida.

**ARTICLE I**

The name of this corporation shall be:

**PULSE FITNESS, INC.**

**ARTICLE II**

The corporation may engage in the provision of personal training and fitness-related services as permitted by the laws of the United States and of the State of Florida.

**ARTICLE III**

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE IV**

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE THOUSAND DOLLARS (\$1000.00).

**ARTICLE V**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**

The initial street address of the principal office of this corporation shall be:

3460 Sheridan Avenue  
Miami Beach, Florida 33140

The name and address of the Registered Agent of the corporation shall be Evan D. Frankel, Esq., LAW OFFICES OF EVAN D. FRANKEL, P.A., 8025 Biscayne Boulevard, Miami, FL 33138.

**ARTICLE VII**

The number of Directors of this corporation shall be at least one (1) and no more than four (4).

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ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this corporation are as follows:

Paula Taylor  
3460 Sheridan Avenue  
Miami Beach, Florida 33140  
-- President

David Edward Taylor  
1830 Meridian Avenue, #1501  
Miami Beach, Florida 33139  
--- Secretary

William Holefelder  
3460 Sheridan Avenue  
Miami Beach, Florida 33140  
--- Chief Financial Officer

Jacquelyn Sovel  
6301 Collins Avenue, #908  
Miami Beach, Florida 33141  
--- Vice-President

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscribed is as follows:

Evan D. Frankel, Esq.  
LAW OFFICES OF EVAN D. FRANKEL, P.A.  
8025 Biscayne Boulevard  
Miami, Florida 33138

ARTICLE X

The existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

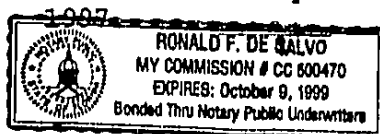
IN WITNESS WHEREOF, the undersigned David Wise, a natural person, competent to contract, have hereunto set his hand and seal this 25 day of FEBRUARY, 1997.

Evan D. Frankel (SEAL)

STATE OF FLORIDA )  
                          ) ss.  
COUNTY OF DADE )

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared Evan D. Frankel, Esq., and to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 25 day of February



Ronald F. De Salvo  
Notary Public, State of Florida  
18 K.L.D.L. F052-019-01-325-0

My Commission Expires:

(NOTARY SEAL)

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

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

FIRST: That **PULSE FITNESS, INC.** desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the County of Broward, State of Florida, has named Evan D. Frankel, Esq., LAW OFFICES OF EVAN D. FRANKEL, P.A., 8025 Biscayne Boulevard, Miami, Florida 33138, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: *Evan D. Frankel*  
EVAN D. FRANKEL, ESQ.  
Resident Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA