CONTACT:

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TALLAHASSEE FL 32301 (9)	04) 681-6528 (Phone #)	OFFICE USE ONLY
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OTHER FILINGS	REGISTRATION/QUALIFICATION	_
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ARTICLES OF INCORPORATION OF PERSONALIZED HOME FITNESS, INC.

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ATT CORDA

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, NATURAL PERSONS COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME.
THE NAME OF THE CORPORATION SHALL BE:

PERSONALIZED HOME FITNESS, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

1516 MAYO STREET

HOLLYWOOD, FL 33020

ARTICLE II. NATURE OF BUSINESS
THIS CORPORATION MAY ENGAGE OR TRANSACT IN ANY OR LAWFUL
ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED
STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY,
TERRITORY OR NATION.

ARTICLE III. CAPITAL STOCK
THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 500 SHARES OF
COMMON STOCK HAVING \$1.00 PAR VALUE PER SHARE.

ARTICLE IV. ADDRESS
THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION SHALL BE:

1516 MAYO STREET

HOLLYEOOD, FL 33020

AND THE NAME OF THE INITIAL REGISTERED AGENT OF THE CORPORATION AT THAT ADDRESS IS:

RAINA RUIZCALDERON

ARTICLE V. TERM OF EXISTENCE
THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI. PREEMPTIVE RIGHTS
EVERY SHAREHOLDER UPON SALE FOR CASH OF ANY NEW STOCK OF THIS
CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE
ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA
SHARE THEREOF AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VII. SPECIAL PROVISIONS
IT IS THE INTENT OF THE INCORPORATOR THAT THE CORPORATION WILL QUALIFY UNDER SECTION 1244 OF THE INTERNAL REVENUE SERVICE.

ARTICLE VIII. OFFICERS AND DIRECTORS
THIS CORPORATION SHALL HAVE ONE OFFICER AND ONE DIRECTOR
INITALLY. THE NAME AND STREET ADDRESSES OF THE INITIAL OFFICER
AND DIRECTOR WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE
CORPORATION, OR UNTIL HIS SUCCESSOR IS ELECTED OR APPOINTED ARE:

RAINA RUIZCALDERON P/T/S 1516 MAYO STREET HOLLYWOOD, FL 33020

ARTICLE IX. SUBSCRIBERS
THE NAME AND STREET ADDRESS OF THE SUBSCRIBER TO THESE
ARTICLES OF THE INCORPORATION IS:

RAINA RUIZCALDERON 1516 MAYO STREET HOLLYWOOD, FL 33020

IN WITNESS WHEREOF, THE UNDERSIGNED HAVE SET THEIR HANDS AND SEAL THIS 3RD DAY OF MARCH 1997.

TAINA RUIZCALDERON

(SEAL)

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STATE OF FLORIDA

COUNTY OF BROWARD

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS DAY OF 3RD DAY OF MARCH 1997.

NOTARY PUBLIC

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
ALAN H. RUBIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC306242
MY COMM EXP. SEPT. 29, 1997

I HEREBY ACCEPT MY APPOINTMENT AS REGISTERED AGENT.

RAINA RUIZCALDERON