

TRANSMITTAL LETTER

P97000025663

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 17 PM 1:38

SUBJECT: International Fitness Corp.
(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

Please return the photocopy to me with the filing date stamped on it.

900002115859--8
-03/18/97--01029--011
*****70.00 *****70.00

FROM: Carl H. Middleton Jr.
Name (printed or typed)

2023 Bonita Avenue
Address

Melbourne Beach FL 32951
City, State & Zip

(407) 952-2696
Daytime Telephone Number

5/2
3/2

Articles of Incorporation

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1. The name of the corporation shall be:

International Fitness Corp.

2. The principal place of business and mailing address of the corporation is:

2023 Bonita Avenue, Melbourne Beach, FL 32951

3. The corporation shall have the authority to issue 100,000 shares of stock.

4. The registered agent of the corporation is Carl H. Middleton Jr. and the registered street address is 2023 Bonita Avenue, Melbourne Beach, Florida 32951.

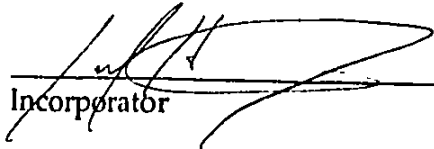
5. The initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows: Carl H. Middleton Jr., 2023 Bonita Avenue, Melbourne Beach, FL 32951

Bradley Stephen Marble, 2504 Grassy Point Drive #14, Lake Mary, FL 32746

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

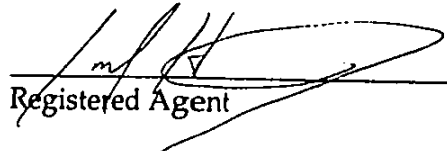
6. The incorporator of this corporation is Carl H. Middleton Jr whose street address is 2023 Bonita Ave, Melbourne Beach, FL 32951

Dated 3/11/97


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 3/11/97


Registered Agent

Learning Resources