

PHILIP STEINBERG

ATTORNEY AT LAW

3332 DEL PRADO BOULEVARD
CAPE CORAL, FLORIDA 33904
TELEPHONE (941) 542-1888

P97000028727

March 7, 1997

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

RE: Cross Trainers, Inc.

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-03/17/97--01038--016
****122.50 ****122.50

Gentlemen:

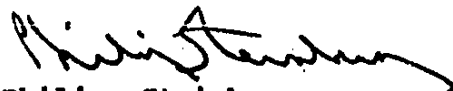
Enclosed is one signed original and one signed copy of the Articles of Incorporation of the corporation named above. We have also enclosed a check for \$122.50 for the following:

Filing Fee.....\$35.00
Registered Agent Fee.....\$35.00
Certified Copy Fee.....\$52.50

Please process this at your earliest convenience and return the certified copy to this office.

Thank you for your assistance.

Very truly yours,



Philip Steinberg
PS/tmc

Enclosures: 2 Documents
1 Check

502-
W97-6621

97 MAR 31 PM 1:07

ED
STATE
CORPORATIONS

3/13/97

PHILIP STEINBERG

ATTORNEY AT LAW

3332 DEL PRADO BOULEVARD
CAPE CORAL, FLORIDA 33904
TELEPHONE (941) 542-1888

March 25, 1997

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

RE: Cross Trainer's, Inc.
Ref. Number: W97000006621

Pursuant to our telephone conversation of this date, this letter shall constitute an acknowledgement that we are aware of the existence of Cross Training, Inc. Notwithstanding, we would like you to file our Articles Of Incorporation as they now exist.

Thank you for your assistance in this matter.

Very truly yours,



Philip Steinberg
PS/tmc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 31 PM 1:07



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAR 31 PM 1:07

March 21, 1997

PHILIP STEINBERG, ESQUIRE
3332 DEL PRADO BOULEVARD
CAPE CORAL, FL 33904

SUBJECT: CROSS TRAINER'S, INC.
Ref. Number: W97000006621

We have received your document for CROSS TRAINER'S, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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

Claretha Golden
Document Specialist

Letter Number: 997A00014457

ARTICLES OF INCORPORATION

OF

CROSS TRAINER'S, INC.

FILED
SECRETARY OF STATE
CORPORATIONS

97 MAR 31 PM 1:07

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Cross Trainer's, Inc.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business is 1722 S. Del Prado Blvd., Cape Coral, FL 33990.

ARTICLE III: DURATION

The corporation shall have a perpetual existence, except that the same may be dissolved as provided by law.

ARTICLE IV: PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE V: CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is one thousand shares of common stock. Such shares shall have a par value of one dollar per share.

ARTICLE VI: SUBSCRIBERS

The names and post office addresses of the subscribers to these Articles of Incorporation with the amount of stock subscribed for and agreed to be taken by each are as follows:

Edmund Marcelo 26 Shares
1722 S. Del Prado Blvd.
Cape Coral, FL 33990

ARTICLE VII: INITIAL BOARD OF DIRECTORS

The corporation shall have an Initial Board of Directors and such Board may be increased in accordance with the bylaws, but shall never be less than one. The Board shall designate and elect the Officers of the Corporation. The name and address of each Initial Director of the Corporation is as follows:

Edmund Marcelo
1722 S. Del Prado Blvd.
Cape Coral, FL 33990

ARTICLE VIII: REGISTERED AGENT

The street address of the Initial Registered Office of the corporation is Philip Steinberg. The name of the Initial Registered Agent at that address is 3332 Del Prado Blvd., Cape Coral, FL 33904.

ARTICLE IX: PREEMPTIVE RIGHTS

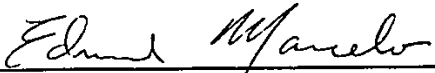
Each shareholder, upon the sale of any stock of the corporation, shall have the right to purchase his pro rata share thereof at the same price as is offered to others.

ARTICLE X: POWERS AND AMENDMENT

The Officers, Directors and Shareholders of the corporation shall possess and enjoy all powers allowed by the law except as restricted, limited or prohibited by these Articles of Incorporation, the Bylaws of the Corporation, or by other acts of the Corporation.

The right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them is reserved.

IN WITNESS WHEREOF, the undersigned, being the initial subscriber to the capital stock hereinbefore mentioned for the purpose of forming a corporation as herein provided under the laws of the State of Florida, do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying the facts hereinabove are true, and further agree to take the number of stock hereinbefore set forth, all being done on this 11 day of March, 1997.


EDMUND MARCELO

ACKNOWLEDGEMENT BY NOTARY PUBLIC

I HEREBY CERTIFY, that before me, the undersigned authority duly authorized to take acknowledgements and administer oaths, personally appeared EDMUND MARCELO, who is well known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, for the purpose expressed therein, and if executed in a capacity other than that of an individual, for the corporation or other entity in the capacity stated herein,, and I certify and acknowledge that said articles were executed for the use and

purpose therein expressed..

WITNESS my hand and seal on this 11th day of
March, 19 97.

MY COMMISSION EXPIRES:

OFFICIAL NOTARY
TAMMY M. CALLAHAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NUMBER
MY COMMISSION EXPIRES

Tammy M Callahan
NOTARY PUBLIC

Tammy M. Callahan

Personally Known XX or
Type of Identification Produced _____

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, pursuant to Florida Statutes, Section 48.091,
having been named to act as Registered Agent of the corporation
known as Philip Steinberg, does hereby accept the appointment as
said Registered Agent of said corporation.

DATED THIS 11 day of March, 19 97.

Philip Steinberg
Philip Steinberg,
Registered Agent

THIS INSTRUMENT PREPARED BY:
PHILIP STEINBERG, ATTORNEY
3332 Del Prado Blvd.
Cape Coral, FL 33904
Fla. Bar # 302198
(941) 542-1888

FILED
STATE
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