

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUL 16 AM 11:48

**P970000061674**

800002239278--3  
-07/16/97--01047--013  
\*\*\*\*122.50 \*\*\*\*122.50

Affiliated Fitness Services  
Corporation

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Name Reservation \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: ON

Name \_\_\_\_\_

Date 7/15

Time 8:30

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

RECEIVED  
97 JUL 16 AM 10:16

88  
7-16-97

**ARTICLES OF INCORPORATION  
OF  
AFFILIATED FITNESS SERVICES CORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 16 AM 11:48

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I: NAME**

The name of the corporation shall be:

**AFFILIATED FITNESS SERVICES CORPORATION**

The principal place of business of this corporation shall be:

1690 Dunn Avenue, Suite 1015  
Daytona Beach, Florida 32114

**ARTICLE II: NATURE OF BUSINESS**

This corporation may engage or transact in any of all 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 corporation shall have the authority to issue Shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

**ARTICLE IV: REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 1690 Dunn Avenue, Suite 1015, Daytona Beach, Florida 32114, and the name of the initial registered agent of the corporation at that address is Fernando Soto.

**ARTICLE V: TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE VI: PREEMPTIVE RIGHTS**

Every shareholder upon the 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 for which it is offered to others.

**ARTICLE VII: SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUL 16 AM 11:48

### ARTICLE VIII: DIRECTORS

This corporation shall have three directors.

President-Fernando Soto, 1690 Dunn Avenue, Suite 1015, Daytona Beach, FL 32114

Vice President-Steven Raninga, 600 South Clyde Morris Blvd, Box 14-5923, Daytona Beach, FL 32115

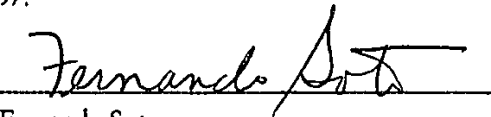
Secretary-Paul Grandelli, 684 Ocean Terrace, Staten Island, NY 10301

### ARTICLE IX: INCORPORATION

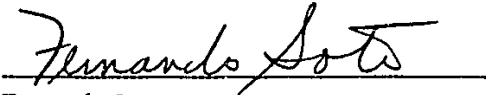
The name and street address of the incorporator to these Articles of Incorporation is:

Fernando Soto, 1690 Dunn Avenue, Suite 1015, Daytona Beach, FL 32114.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this \_\_\_\_\_ day of July, 1997.

  
Fernando Soto

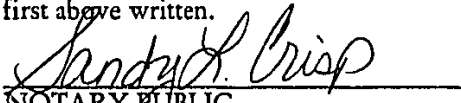
Having been named as registered agent for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Florida Statutes §607.0505.

  
Fernando Soto

STATE OF FLORIDA  
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Fernando Soto, who is personally known or produced prior identification and acknowledged to and before me that she executed said instrument in the capacity and for the purposes therein expressed.

WITNESS my hand and official seal this 9th day of July, 1997, in the County and State first above written.

  
NOTARY PUBLIC



SANDY L. CRISP  
My Commission CC655803  
Expires May 19, 2000