

P970000064619
HOWARD P. NEWMAN
Attorney at Law

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West Palm Beach, Florida 33401
Tel. (561) 478-1566 • Fax (561) 478-9931

July 22, 1997

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

700002246687--7
-07/24/97--01070--012
***122.50 ***122.50

Re: First Federal Title Loan, Inc.

Gentlemen:

Enclosed please find two originals and one copy of the Articles of Incorporation for the above-referenced corporation. I also enclose my check in the amount of \$122.50 for fees. Please return a conformed copy as soon as is possible.

Very truly yours,



HOWARD P. NEWMAN

HPN:md

Enclosures

FILED
97 JUL 24 PM 3.08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 7-25-97

ARTICLES OF INCORPORATION
OF
FIRST FEDERAL TITLE LOAN, INC.

FILED
91 JUL 24 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is FIRST FEDERAL TITLE LOAN, INC. The principal office and mailing address is:

Suite 400B, 1551 Forum Place
West Palm Beach, Florida 33401

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of no-par value voting common stock.

ARTICLE V

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

James Morningstar
3661 Victoria Drive
West Palm Beach, Florida 33406

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI

This corporation shall have one (2) directors initially. The number of Directors may be changed from time to time by the By-Laws but shall not be less than one (2). The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

Philip J. Giannattasio
1918 Wheeler Road
Juno Beach, FL 33408

Lloyd Carol Paine
3661 Victoria Drive
West Beach, FL 33406

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Philip J. Giannattasio
1918 Wheeler Road
Juno Beach, FL 33408

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the shareholders and approved at a shareholders' meeting by at least a majority of the shareholders entitled to vote, unless all of the directors and all of the shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 22 day of July, 1997.




PHILIP J. GIANNATTASIO

Title: Incorporator

STATE OF FLORIDA

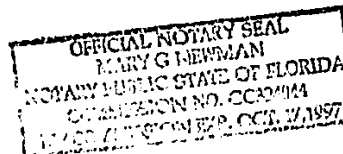
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, personally appeared PHILIP J. GIANNATTASIO, to me known to be the person described as Incorporator, who produced a Florida Driver's License as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed these Articles of Incorporation on this 22 day of July, 1997.



Notary Public, State of Florida

My Commission Expires:



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

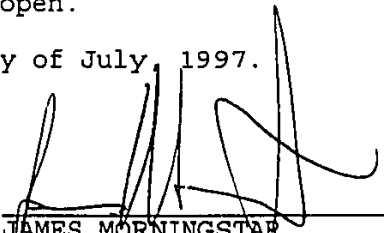
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That FIRST FEDERAL TITLE LOAN, INC., desiring to organize under the laws of the State of Florida, with its principal office at the County of Palm Beach, State of Florida, has named James Morningstar, 3661 Victoria Drive, West Palm Beach, Florida 33406 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

DATED this 22 day of July, 1997.



JAMES MORNINGSTAR
Registered Agent

FILED
97 JUL 24 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P9700000 64620



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 475048 5011226

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 131.25

ORDER DATE : July 25, 1997

ORDER TIME : 10:30 AM

ORDER NO. : 475048-005

CUSTOMER NO: 5011226

300002247763--9

CUSTOMER: Barbara Buchanan, Legal Asst
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC FILING

NAME: EXTREME FITNESS U.S.A., 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
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: _____

File 1st
TALLAHASSEE, FLORIDA
JUL 25 PM 2:50 97
JUL 25 PM 12:10
5

SN JUL 25 1997

3:11 PM 2:58
ARTICLES OF INCORPORATION
OF
EXTREME FITNESS U.S.A., INC.
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is EXTREME FITNESS U.S.A., INC.

ARTICLE II - ADDRESS

The principal office of the corporation is 1818 Nebraska Street, Orlando, Florida 32803.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

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

1818 Nebraska Street
Orlando, FL 32803

The name of the initial registered agent of this corporation at that address shall be:

Jon Welch

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Jon Welch	1818 Nebraska Street Orlando, FL 32803	Director President
Thomas Fuller	1712 Lake Downey Drive Orlando, FL 32825	Director Treasurer
Scott Woodlee	441 Lexingdale Drive Orlando, FL 32828	Director Secretary

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Jon Welch	1818 Nebraska Street Orlando, FL 32803

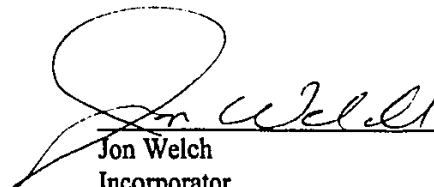
ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24 day of July, 1997.


Jon Welch
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24th day of July, 1997, by Jon Welch.

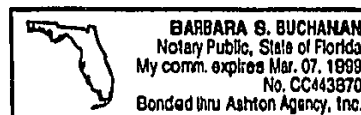

Signature of Notary Public

BARBARA S. BUCHANAN
(Print Notary Name)

My Commission Expires: _____
Commission No.: _____

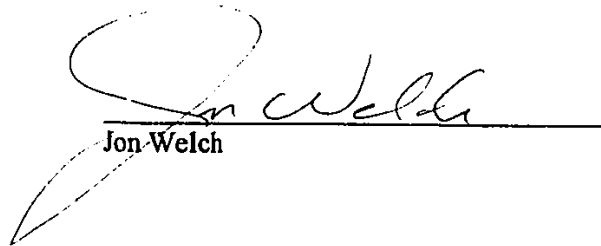
AFFIX NOTARY STAMP

☒ Personally known, or
☐ Produced Identification
Type of Identification Produced: _____



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of EXTREME FITNESS U.S.A., INC., I hereby accept and agree to act in this capacity.


Jon Welch

TALLAHASSEE, FLORIDA
JUN 25 PM 2:59