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July 28, 1997

Secretary of State
State of Florida
Corporate Division
The Capitol
Tallahassee, Florida 32304

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-08/05/97--01105--002
***122.50 ***122.50

Re: Jeff Wilson Enterprises, Inc. ~~_____~~
~~_____~~

Dear Sir:

Enclosed are the original and one copy each of the Articles of Incorporation and Certificate of Registered Agent for the above referenced corporation, together with check # 1611 in the amount of \$122.50 which represents the \$35.00 filing fee, the \$52.50 for a certified copy of the Articles and \$35.00 registered agent fee.

If these meet with your approval, kindly return the certified copy of the Articles to the above address. Thank you.

Very truly yours,

K. P. Jones
K. P. Jones

KPJ:vsh

Enclosures

FILED
SECRETARY OF STATE
97 AUG 18 AM 8:33

RP
8-19-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 6, 1997

JONES & WOLFE
750 SOUTHEAST THIRD AVENUE
SUITE 300
FORT LAUDERDALE, FL 33316

SUBJECT: JEFF WILSON ENTERPRISES, INC. D/B/A INTERNATIONAL
FITNESS MARKETING, INC.
Ref. Number: W97000018135

We have received your document for JEFF WILSON ENTERPRISES, INC. D/B/A INTERNATIONAL FITNESS MARKETING, 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):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 997A00040022

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
JEFF WILSON ENTERPRISES, INC.**

The undersigned as incorporator of **Jeff Wilson Enterprises, Inc.**, being a natural person competent to contract to form a corporation under the laws of the State of Florida, hereby files and acknowledges these Articles of Incorporation.

FIRST: The name of the corporation shall be **Jeff Wilson Enterprises, Inc.**, with its principal office located at 1429 S.W. 25th Way, #A, Boynton Beach, Florida 33426.

SECOND: This corporation is organized for the purpose of engaging in any activity permitted for corporations under the laws of the State of Florida and the United States of America.

THIRD: The aggregate number of shares that this corporation shall have the authority to issue is 500 shares of Capital stock having a par value of \$1.00 per share, Capital stock shall be the only class of stock this corporation shall have the authority to issue.

FOURTH: The street address of the initial registered office and principal office of this corporation shall be 1429 S.W. 25th Way, #A, Boynton Beach, Florida

33426. The initial Registered Agent at that address shall be JEFFREY S. WILSON.

FIFTH: This corporation is to exist perpetually.

SIXTH: The total number of Directors constituting the initial Board of Directors shall be one. The initial Director's name and address are as follows:

JEFFREY S. WILSON
1429 S.W. 25th Way, #A
Boynton Beach, Florida 33426

SEVENTH: The sole incorporator of this corporation is JEFFREY S. WILSON, whose address is 1429 S.W. 25th Way, #A, Boynton Beach, Florida 33426.

EIGHTH: These Articles of Incorporation may be amended in the manner provided by law, which amendments shall be approved at a stockholders meeting unless all stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

NINTH: The stockholders shall determine the title and duties of each officer of the corporation.

TENTH: In pursuance of Chapter 607.034 and Chapter 48.091 Florida Statutes this corporation hereby appoints JEFFREY S. WILSON as its initial Registered Agent to accept service of process within the State. The street address of the initial registered office for service of process is 1429 S.W. 25th Way, #A, Boynton Beach, Florida 33426.

IN WITNESS WHEREOF, I have hereunto set my hand
and seal this 13th day of August, 1997.


JEFFREY S. WILSON, Incorporator
JEFF S. WILSON ENTERPRISES, INC.

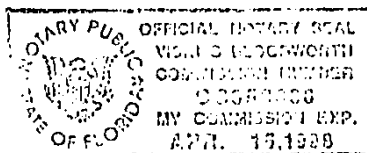
STATE OF FLORIDA)
 : SS.
COUNTY OF)

I HEREBY CERTIFY that on this day before me a
Notary Public, duly authorized in the State of Florida and
County aforesaid to take acknowledgments, personally
appeared JEFFREY S. WILSON, to me well known to be the
person described as Incorporator herein and who executed the
foregoing described Articles of Incorporation and
acknowledged to and before me that he is an Incorporator of
these Articles of Incorporation.

WITNESS my hand and seal this 13th day of
August, 1997.


NOTARY PUBLIC
STATE OF FLORIDA

My commission expires:



ACKNOWLEDGEMENT OF RESIDENT AGENT

Having been named to accept service of process for
Jeff Wilson Enterprises, Inc. the above stated corporation,
at the location designated in these Articles of
Incorporation (1429 S.W. 25th Way, #A, Boynton Beach,
Florida 33426), 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.

By Jeffrey S. Wilson
JEFFREY S. WILSON
Resident Agent

DATE: August 13, 1997.

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FILED
CLERK OF COURT
STATE OF FLORIDA