

3... P97000072574

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97 AUG 21 PH 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

200002273352--9  
-08/21/97--01044--002  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

S & H Distributors of Broward, Inc.



Empire Toll Free: 1-800-432-3028

- ☒ Profit  
( ) NonProfit ( ) Amendment ( ) Merger  
( ) Foreign ( ) Dissolution ( ) Mark  
( ) Limited Partnership ( ) Annual Report ( ) Other  
( ) Reinstatement ( ) Reservation ( ) Change of Registered Agent  
☒ Certified Copy ( ) Photo Copies ( ) Certificate Under Seal  
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DIVISION OF CORPORATION

AUG 21 1997

ARTICLES OF INCORPORATION

S & H Distributors <sup>OF</sup> OF BROWARD, INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

S & H DISTRIBUTORS OF BROWARD, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

676 W PROSPECT RD  
FT LAUDERDALE, FL 33309

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 SHARES @ \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is:

DENNIS WILBURN  
676 W PROSPECT RD  
FT LAUDERDALE, FL 33309

ARTICLE V INCORPORATOR(S)

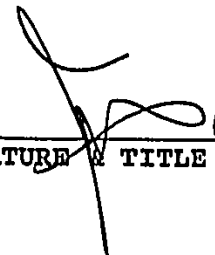
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

DENNIS WILBURN  
676 W PROSPECT RD  
FT LAUDERDALE, FL 33309

The undersigned has (have) executed these Articles of Incorporation this 31st day JULY, 1997.

SIGNATURE TITLE DATE

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TALLAHASSEE, FLORIDA

 8/18/97  
PR 8/18/97

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

S & H DISTRIBUTORS OF BROWARD, INC

2. The name and address of the registered agent and office is:

DENNIS WILBURN  
676 W PROSPECT RD  
FT LAUDERDALE, FL 33309

SIGNATURE \_\_\_\_\_  
(corporate officer)

TITLE \_\_\_\_\_

DATE \_\_\_\_\_

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_

REGISTERED AGENT FILING FEE: \$35.00

AUG-21 97 11:18 AM CHRY & RESEARCH 12-43 1441 TO:FL FAXING PAGE:01

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11:11 AM

FLORIDA DIVISION OF CORPORATIONS

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((H97000013799 6))

TO: DIVISION OF CORPORATIONS  
(850)922-4001

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
075350000353

ACCT#:

CONTACT: CATHY LEACH  
PHONE: (212)431-5000  
(212)431-1441

FAX #:

NAME: WINTER SPRINGS HEALTH CLUB, INC.

AUDIT NUMBER.....H97000013799

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

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**ARTICLES OF INCORPORATION**  
**OF**  
**WINTER SPRINGS HEALTH CLUB, INC.**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 21 PM 1:14

**THE UNDERSIGNED** sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **WINTER SPRINGS HEALTH CLUB, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 20 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be **1425 TUSCANILLA RD, WINTER SPRINGS, FL 32708** and the name of its initial registered agent at such address is **PATRICIA CASSESE**.
6. The number of directors constituting the initial board of directors is 2 and the name and address of each person who is to serve as a member thereof is as follows:  
  
**PATRICIA CASSESE, 1425 TUSCANILLA RD., WINTER SPRINGS, FL 32708 &  
GAETANA PALUMBO, 1425 TUSCANILLA RD, WINTER SPRINGS, FL 32708**
7. The name and address of the sole incorporator is: **SHELISA R. MINNIFIELD, c/o BlumbergExcelsior CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.**

**IN WITNESS WHEREOF**, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 08/07/97

BlumbergExcelsior  
62 White St  
New York, NY 10013  
212-431-5000

  
**SHELISA R. MINNIFIELD**  
Sole Incorporator

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AUG-21 97 11:18 FROM:XL CORP & RESEARCH 212-431-1441

TO:FLAFAXINC

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
97 AUG 21 PM 1:14

I, the undersigned, do hereby accept appointment as Registered Agent of WINTER SPRINGS HEALTH CLUB, INC. , the within named corporation.

Dated:

8/19/97

Patricia Casese  
PATRICIA CASSESE

BlumbergExcelsior  
62 White St  
New York, NY 10013  
212-431-5000

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