



P4700009103607

ACCOUNT NO. : 072100000032

REFERENCE : [CUST#]

AUTHORIZATION :

COST LIMIT : \$ PPD

200002346352  
11/13/97 08:09:22  
\*\*\*\*122.50 \*\*\*\*122.50

ORDER DATE :

ORDER TIME : 2:15 PM

ORDER NO. : -005

CUSTOMER NO:

CUSTOMER: -

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV -7 PM 12:06

DOMESTIC FILING

NAME: COOPER AEROBICS CENTER AT  
VERO BEACH, 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  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

W97-25412

Dmc  
11-10-97  
97 NOV -7 PM 12:06  
DIVISION OF CORPORATIONS  
11/12/97

SENT 11/17/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

**RESUBMIT**

Please give original  
submission date as file date.

November 10, 1997

NEEDS THAT  
DATE

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: COOPER AEROBICS CENTER AT VERO BEACH, INC.  
Ref. Number: W97000025412

We have received your document for COOPER AEROBICS CENTER AT VERO BEACH, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The document must have original signatures.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 797A00054082

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV -7 PM 12:07

REC  
97 NOV  
TALLAHASSEE  
DIVISION OF  
CORPORATIONS

**ARTICLES OF INCORPORATION**  
**OF**  
**COOPER AEROBICS CENTER AT VERO BEACH, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV -7 PM 12:07

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of the corporation shall be COOPER AEROBICS CENTER AT VERO BEACH, INC.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 3770 7th Terrace, Vero Beach, Florida 32960.

**ARTICLE III**  
**SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE IV**  
**MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is by the shareholders at the annual shareholders' meeting.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are William W. Caldwell, 756 Beachland Boulevard, Vero Beach, Florida 32963.

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation are William W. Caldwell, Post Office Box 3686, Vero Beach, Florida 32964.

  
William W. Caldwell, Incorporator

11/5/97  
Date

Having been named as registered agent and to accept service of process for the above stated 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.

  
William W. Caldwell, Registered Agent

11/5/97  
Date

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