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The Family Para-Legal Center, Inc.

Stephen J. Silvestro, III  
1501 Ridgewood Avenue, Ste. 108  
Holly Hill, Florida 32117  
(904) 615-9955  
FAX (904) 615-8155

November 7, 1997

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32301

800002348708--7  
-11/17/97--01077--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

In Re: LEOFFLER ENTERPRISE, INC.

Gentlemen\Madam:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, our check in the sum of \$70.00, which represents the following fees:

1. FILING FEE .....\$35.00
2. REGISTERED AGENT FEE .....\$35.00

Very truly yours,

SL Silvestro, CLA  
The Family Para-Legal Center, Inc.

FILED  
97 NOV 17 PM 12:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11/20/97-T.M.

— WE DO NOT GIVE LEGAL ADVICE —



# ARTICLES OF INCORPORATION

1. The name of the incorporation is: LEOFFLER ENTERPRISE, INC.
2. The principal place of business and mailing address of the corporation is: 720 S. Ridgewood Ave., Ormond Beach, Florida 32174.
3. The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only.
4. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including the activity of operating a Health and Fitness Center.

5. The registered agent of the corporation is Robin L. Leoffler, and the registered address is: 720 S. Ridgewood Ave., Ormond Beach, Florida 32174.

This address is the same as the principal place of business and the mailing address of the corporation.

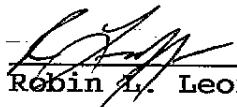
6. The initial Board of Directors shall have 1 member whose name's and address are as follows:

ROBIN L. LEOFFLER, 720 S. Ridgewood Ave., Ormond Beach, Florida 32174.

7. The incorporator of this corporation is ROBIN L. LEOFFLER, whose address is: 720 S. Ridgewood Ave., Ormond Beach, Florida 32174.

8. It is the intent of the incorporation that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

DATED: 11/7/97


  
Robin L. Leoffler, Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT and to accept service of process for the above stated corporation at the place designated in

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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.

DATE: 11/7/97

  
Robin L. Leoffler, Registered  
Agent

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