Charter Number Only (T .. 0 Z O N L Y 800002458988--1 -03/17/98--01008--026 ****122.50 ****122.50 557-2511A **CORPORATION(S) NAME** npire Toll Free: 1-800-432-3028

Filmess wor	Id center,	WC,
		98 MAR TALLAH
Profit NonProfit	() Amendment	() Merger () Merger
() Foreign () Limited Partnership () Reinstatement	() Dissolution () Annual Report () Reservation	() Mark Diri 2
(Call When Ready (Walk In () Will V	() Photo Copies () Call If Problem	() Certificate Under Seal () After 4:30
Name Availability Document Examiner Updater Verifier Acknowledgment	conti	PRIOTIVED 98 MPH AM 9: 27 WISINGS GON/FORATION

CR2E031 (R8-85)

ARTICLES OF INCORPORATION

OF

FITNESS WORLD CENTER, INC.

ARTICLE I - Name

The name of the corporation is:

FITNESS WORLD CENTER, INC.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Seven Thousand Five Hundred (7,500) shares of common stock, each share having a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office Agent

The street address of this initial registered office of this corporation is 5480 Palm Avenue, Hialeah, Florida 33012 and the name of the initial registered agent of this corporation at that address is TOMAS GATTORNO.

98 MAR 17 AH 11:22
SECRETARY OF STATE
TALLAMASSEE FEARING

ARTICLE VI - Initial Board of Directors

This corporation shall have two 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. The names and addresses of the initial directors of this corporation are:

TOMAS GATTORNO 5840 Palm Avenue, Hialeah, FL 33012 NORA GATTORNO 5840 Palm Avenue, Hialeah, FL 33012

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: TOMAS GATTORNO

5840 Palm Avenue Hialeah, FL 33012

TREASURER: TOMAS GATTORNO

5840 Palm Avenue Hialeah, FL 33012

SECRETARY: NORA GATTORNO

5840 Palm Avenue Hialeah, FL 33012

ARTICLE VIII - Incorporator

The names and addresses of the persons signing these articles are:
TOMAS GATTORNO 5840 Palm Avenue, Hialeah, FL 33012
NORA GATTORNO 5840 Palm Avenue, Hialeah, FL 33012

ARTICLE IX - Distribution

The names and addresses of the subscribers of this Articles of Incorporation, and the number of shares of stock which they agree to take and the sums subscribed to and paid are as follows:

NAME	 ADDRESS	SHARE

TOMAS GATTORNO and NORA GATTORNO, his wife, as joint tenants with the right of survivorship.

5840 Palm Avenue Hialeah, FL 33012 500

ARTICLE X - Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

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 them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of March, 1998.

TOMAS GATTORNO

. .

NOBA CATTORNO

STATE OF FLORIDA

SS

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 12th day of March, 1998, by TOMAS GATTORNO and NOTA GATTORNO, who are personally known to me, or who have produced the following type of identification FL Driver's License and who did X did not take an oath.

NOTARY PUBLIC

My Commission Expires:

OFFICIAL NOTARY SEAL
DINORAH CALLEJAS
NOTARY PUBLIC STATE OF FLORIDA
COMMESSION NO. CC704109
MY COMMISSION EXP. JAN. 9,2002

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:

COLLOWING IS SUBMITTED:
FIRSTTHAT FITNESS WORLD CENTER, INC.
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF OF THE STATE
OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
Hialeah STATE OF Florida , HAS NAMED
TOMAS GATTORNO LOCATED AT 5480 Palm Avenue, Hialeah,
Florida 33012 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.
SIGNATURE TOMAS GATTORNO
TITLE President
DATE March 12, 1998
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOV STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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. SIGNATURE (RESIDENT AGENT)
DATE March 12, 1998 =