

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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The Center Health & Fitness, Inc.

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DIVISION OF CORPORATION

QN 4-1-98

Signature _____

Requested by: On

Name _____

Date 4-1-98

Time 9:40

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR -1 AM 11:57

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18 APR - 1 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE CENTER HEALTH & FITNESS, INC.

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 THE CENTER HEALTH & FITNESS, INC.

ARTICLE II PRINCIPAL OFFICE

The street address of the principal office is 4548 Pine Island Road, Matlacha, Florida 33993, and mailing address of this corporation shall be 16252 Estuary Court, Bokeelia, Florida 33922.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES, consisting of one class only designated as "common stock," with par value of \$1.00 per share.

The Stock of the corporation shall be restricted as to transfer as follows, which restriction shall be imprinted upon the stock certificates issued by the corporation:

No stock of the corporation shall be transferred until such transfer has been proposed in writing to the Board of Directors of the corporation by written proposal filed with them stating the number of shares to be transferred, the price per share, and the name of the transferee. The Board of Directors shall within sixty (60) days after receipt of such proposal either consent to the transfer or furnish a purchaser for the shares at the same price. Failure of the Directors to act upon such a proposal within sixty days after receipt thereof shall be deemed to consent by them to the proposed transfer. No such proposed transfer shall be made until the aforesaid sixty (60) days have expired or the Board of Directors have consented thereto.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is RICHARD GROMER, and his address is 4975-B Vincennes Street, Cape

Coral, Florida 33904, and the designated agent by his signature hereon, does hereby declare that he is familiar with and accepts the duties, responsibilities and obligations as registered agent for said corporation pursuant to the provisions of Section 607.0501, Florida Statutes.

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator(s) to these Articles of Incorporation is RICHARD GROMER at 4975-B Vincennes Street, Cape Coral, Florida 33904.

ARTICLE VI DIRECTOR(S)

The number of the directors constituting the initial Board of Directors of the corporation are two (2), and thereafter the number of directors shall be such number as is fixed from time to time by the by-laws. The initial Board of Directors shall be the following: MARY VOGENBERGER, 16252 Estuary Court, Bokeelia, Florida 33922, and RICHARD GROMER, 4975-B Vincennes Street, Cape Coral, Florida 33904.

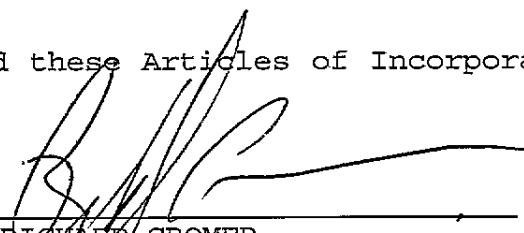
ARTICLE VII PERIOD OF EXISTENCE

The period of its existence is perpetual.

ARTICLE VIII PURPOSE

The purpose or purposes for which this corporation is organized is to engage in any lawful activities within the purposes for which a corporation may be organized under the Florida Business Corporation Law (Chapter 607 of the Florida Statutes).

The undersigned has executed these Articles of Incorporation this 31 day of March, 1998.



RICHARD GROMER
Incorporator and
Registered Agent

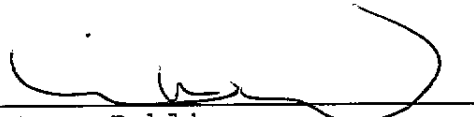
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, RICHARD GROMER, who (☒) is personally known to me or () who has produced _____ as identification.

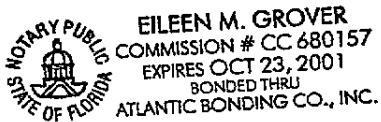
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State this 31st day of March, 1998.

My commission expires:



Notary Public

Printed Name: Eileen M. Grover



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TALLAHASSEE, FLORIDA