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OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

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-05/01/98-01059-006

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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. STRENGTH AND FITNESS 2000, INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

Walk in Pick up time 20

Certified Copy

Mail out Will wait

Photocopy

Certificate of Status

FILED

98 MAY - 1 PM 3:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

K. Rolfe MAY 01 1998

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98 MAY - 1 AM 11: 24
DIVISION OF CORPORATIONS
Examiner's Initials

ARTICLES OF INCORPORATION

OF

STRENGTH AND FITNESS 2000, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be:

STRENGTH AND FITNESS 2000, INC.

The principal address of this corporation shall be:

*4726 S.W. 67TH AVE., #F11
MIAMI, FL. 33155*

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities for business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation. Certified Public Accountant.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock have a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be *4726 S.W. 67TH AVE., #F11, MIAMI, FL. 33155* and the name of the initial registered agent of the corporation at that address *SILVANDIRA FARIA*.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall have officer(s) and Director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed are/is:

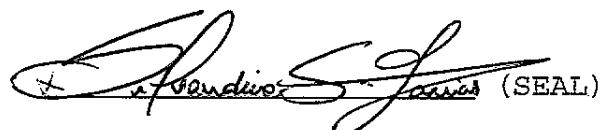
SILVANDIRA FARIAS ***PRESIDENT***
4726 S.W. 67TH AVE., #F11
MIAMI, FL. 33155

ARTICLE VII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

SILVANDIRA FARIAS
4726 S.W. 67TH AVE., #F11
MIAMI, FL. 33155

In WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this day of ***APRIL, 1998.***



Silvandira S. Farias (SEAL)

State of Florida

County of Dade

The foregoing instrument was acknowledged before me this ____
day of **APRIL, 1998**, by

Notary Public, State of Florida at Large

My Commission Expires _____

**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:

STRENGTH AND FITNESS 2000, INC.

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

SILVANDIRA FARÍAS

(Name)

4726 S.W. 67TH AVE., #F11

(P.O. Box NOT ACCEPTABLE)

MTAMT, FL. 33155

(City/State/Zip)

SIGNATURE

(Corporate officer)

TITLE

DATE

FILE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. 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.

SIGN.

DATE