

P98000050210

FITNESS LICENSING CORPORATION

c/o 2737 South Flagler
West Palm Beach, Florida 33405

June 1, 1998

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

300002546273--7
-06/03/98--01078--002
*****70.00 *****70.00

RE: Certificate of Incorporation

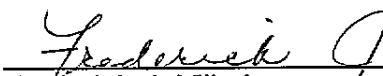
Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for Fitness Licensing Corporation along with a money order in the amount of \$70.00 to cover the filing fee.

Kindly make the necessary filing and forward the appropriate certified letter to the above address in the enclosed federal express prepaid return envelope to advise that the filing has been recorded.

Thank you for your assistance and cooperation in this matter.

Respectfully submitted,


Frederick J. Villari

FILED
98 JUN -3 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encl.

TA-6/4/95

**CERTIFICATE OF INCORPORATION
OF
FITNESS LICENSING CORPORATION**

I, THE UNDERSIGNED, hereby associate myself for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

Fitness Licensing Corporation

ARTICLE II

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

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, having a par value of \$.50.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

c/o 2737 South Flagler
West Palm Beach, Florida 33405

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than

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eleven (11).

ARTICLE VIII

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

Frederick J. Villari
c/o 2737 South Flagler
West Palm Beach, Florida 33405

ARTICLE IX

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, Frederick J. Villari, being a natural person, competent to contract, has hereunto set his hand this 1st day of June, 1998.


Frederick J. Villari

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First: That Fitness Licensing Corporation desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of West Palm Beach, County of Palm Beach, State of Florida, has named Frederick J. Villari, c/o 2737 South Flagler, West Palm Beach, Florida 33405, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: Frederick J. Villari
Frederick J. Villari, Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA