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J. D. WINGARD, JR.  
(OF COUNSEL)

P98000058676

June 24, 1998

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-06/30/98--01048--012  
\*\*\*\*122.50 \*\*\*\*122.50

Division of Corporation  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Dance & Fitness Arts, Inc.

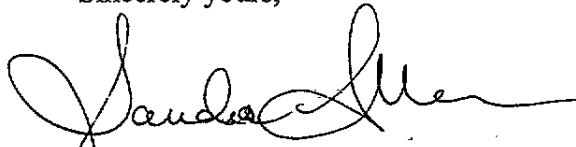
EFFECTIVE DATE  
7-01-98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 30 PM 1:37

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation, a copy to be certified and a check in the amount of \$122.50 for Filing Fees, cost of Certified Copy and Registered Agent Designation. Please file with the appropriate department for the above referenced corporation and forward the certified copy back to the above address in the enclosed self addressed stamped envelope. If you are in need of further information feel free to contact me at 1201 Eglin Parkway, Shalimar, FL 32579, Phone No: (904) 651-9944. Thank you for your assistance.

Sincerely yours,



Sandra Allen  
Secretary to  
H. Bart Fleet

/sa

Enclosures: (3)

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7/1

ARTICLES OF INCORPORATION  
OF  
DANCE & FITNESS ARTS, INC.

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

CORPORATE NAME AND PRINCIPAL OFFICE

The name of the corporation is DANCE & FITNESS ARTS, INC. and its principal office and mailing address is 757 Overbrook Drive, Ft. Walton Bch., FL 32547.

ARTICLE TWO

NATURE OF BUSINESS

The purpose of the corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida. The initial purpose of this corporation is to maintain and operate a dance and fitness studio.

ARTICLE THREE

CAPITAL STOCK

The corporation is authorized to issue Ten Thousand (10,000) shares of stock with a par value of one dollar (\$1.00) each. Such stock shall be of a single class.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUN 30 PM 1:31

EFFECTIVE DATE  
7-01-98

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## ARTICLE FOUR

### TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles on the 1st day of July, 1998.

## ARTICLE FIVE

### REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered office of the corporation is 1201 Eglin Parkway, Shalimar, Florida 32579.  
The registered agent is H. BART FLEET.

## ARTICLE SIX

### BOARD OF DIRECTORS

This Corporation shall have one director(s) initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

The names and addresses of the initial board of directors of the corporation are as follows:

Georgia Diane Bailey

757 Overbrook Drive

Ft. Walton Bch., FL 32547

The person(s) named as initial director(s) shall hold office for the first year of existence of this Corporation or until his/her/their successor(s) is/are elected or appointed and has/have qualified, whichever occurs first.

## ARTICLE SEVEN

### INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

## ARTICLE EIGHT

### REMOVAL OF DIRECTOR

Any director may be removed with or without cause by a vote of the holders fifty-one percent (51%) of the shares then entitled to vote at a special meeting of the shareholders called for that purpose.

## ARTICLE NINE

### SHAREHOLDER QUORUM

The presence, in person or by proxy, of shareholders holding of record fifty-one percent (51%) of the total number of shares of the Corporation, then issued and outstanding and entitled to vote, shall be necessary and sufficient to constitute a quorum for the transaction of any business at any meetings of shareholders of the Corporation.

## ARTICLE TEN

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


ARTICLE ELEVEN

INCORPORATOR

The name and address of the incorporator is :

H. Bart Fleet  
Chesser, Wingard, Barr, Whitney,  
Flowers and Fleet, P.A.  
1201 Eglin Parkway  
Shalimar, FL 32579

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles  
on June 24, 1998.

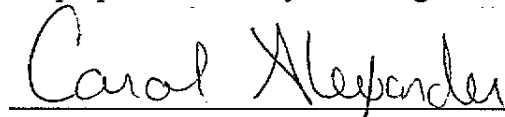
  
\_\_\_\_\_  
H. BART FLEET, Incorporator

ACKNOWLEDGEMENT

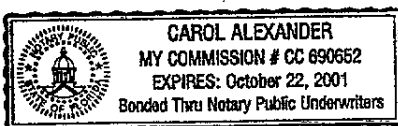
STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned officer, personally appeared H. BART FLEET, Incorporator, for  
the purpose of lawfully executing these Articles of Incorporation.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



ACCEPTANCE BY THE REGISTERED AGENT

I, H. BART FLEET, hereby accept appointment as registered agent for the corporation, and  
acknowledge my acceptance with my signature below on June 24, 1998.



H. BART FLEET, Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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