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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KAREN L DIDEA

PHONE: (407)843-4600

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NAME BILL BARKER'S PERSONAL TRAINING, INC.

AUDIT NUMBER.....H98000013161

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 2

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER M FOR MENU. **

ATTORNEY: 427

CLIENT: 099994

MATTER: 45120

COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,
July 15, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

GAIL S. ANDRE

Direct Dial: 407/418-6203

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BILL BARKER'S PERSONAL TRAINING, INC.

ARTICLE I - NAME

The name of this corporation is BILL BARKER'S PERSONAL TRAINING, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be
11500 Willow Gardens Drive, Windermere, Florida 34786.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE AND
NO/00 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive,
Orlando, Florida 32801, and the name of the initial registered agent of this corporation at that
address is Margaret H. Schreiber.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either
increased or decreased from time to time as provided in the Bylaws of the corporation, but shall
never be less than one (1). The names and addresses of the initial directors are as follows:

Deborah L. Zetterlund

11500 Willow Gardens Drive
Windermere, Florida 34786

William J. Barker

7103 Harbor Heights Drive
Orlando, Florida 32835

This document was prepared by:
Margaret H. Schreiber, Esquire
Florida Bar Number: 353681

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.

P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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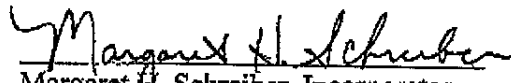
ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Margaret H. Schreiber

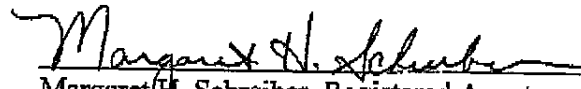
215 N. Fola Drive
Orlando, Florida 32801

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 15th day of July, 1998.


Margaret H. Schreiber, Incorporator

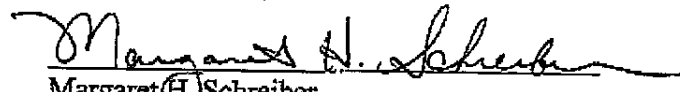
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of BILL BARKER'S
PERSONAL TRAINING, INC.


Margaret H. Schreiber, Registered Agent

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue
of the undersigned acting as Incorporator of BILL BARKER'S PERSONAL TRAINING, INC.


Margaret H. Schreiber