

T.A.B.S.  
TAXES • ACCOUNTING •

BOOKKEEPING SERVICES

Shirley A. Tyler • ENROLLED AGENT

(813) 528-8633  
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P98000066712

July 1, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Fl. 32314

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-07/27/98--01047--009  
\*\*\*\*122.50 \*\*\*\*122.50

Re: TRAINER ONE FITNESS, INC.  
FEIN 59-

Enclosed herewith please find two (2) originals of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50) to cover the following costs:


Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00

TOTAL FEES	\$122.50
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Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

T.A.B.S.

  
Shirley A. Tyler EA

TRAINER ONE FITNESS, INC.  
John Richardson, President

FILED  
98 JUL 27 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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98 JUL 27 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
TRAINER ONE FITNESS, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: TRAINER ONE FITNESS, INC. The principal place of business will be 650 70th Av., St. Pete Beach, FL 33706.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of One Dollar (\$1.00.)

ARTICLE V - I.R.C. SECTION 1244

It is the intent of the incorporator to qualify the shares of common stock issued hereunder as "Section 1244 Stock" pursuant to section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE VI - OFFICERS

The name and street address of the initial officers and directors who shall hold office the first year of the corporation's existence or until a successor is elected are:

<u>NAME</u>	<u>ADDRESS</u>
John Richardson, President SSN 591-30-6851	650 70th Av. St. Pete Beach, FL 33706

ARTICLE VII - INITIAL REGISTERED AGENT

The name of initial registered agent of this Corporation is John Richardson, and the street address of the initial registered agent is 650 70th Av., St. Pete Beach, FL 33706.

ARTICLE VIII - INCORPORATORS

The name of the incorporator of these Articles of Incorporation is: John Richardson.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

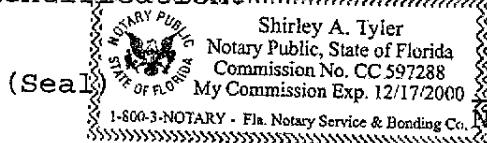
IN WITNESS WHEREOF, The undersigned incorporators have executed these Articles of Incorporation this 24<sup>th</sup> day of July, 1998.

[Signature]  
Signature of Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

THE FOREGOING Instrument was acknowledged and sworn to before me this 24<sup>th</sup> day of July, 1998, by John Richardson, who is X personally known to me \_\_\_\_\_ or has provided \_\_\_\_\_

as identification.



[Signature]  
Notary Public

My Commission Expires: \_\_\_\_\_

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

[Signature]  
John Richardson

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA