

PA8000071797



ACCOUNT NO. : 072100000032

REFERENCE : 927293 7161537

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : August 13, 1998

ORDER TIME : 2:01 PM

ORDER NO. : 927293-025

CUSTOMER NO: 7161537

CUSTOMER: Carl D. Motes, Esq  
MOTES & SEARS P.A.

Suite 203, 180 N. Park Ave.

Winter Park, FL 32789

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DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: WORKPLACE FITNESS AND  
PREVENTION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

8/18/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 17 AM 9:03

**ARTICLES OF INCORPORATION**  
**of**  
**WORKPLACE FITNESS and PREVENTION, INC.**

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98 AUG 17 AM 9:03

**ARTICLE I**  
**CORPORATE NAME**

The name of the Corporation is WorkPlace Fitness and Prevention, Inc. The principal address of the corporation is 710 Oak Commons Boulevard, Kissimmee, Florida 34741.

**ARTICLE II**  
**PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Laws of the State of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of Florida Corporations Code.

**ARTICLE III**  
**REGISTERED OFFICE/AGENT**

The street address of the Corporation's initial registered office in the State of Florida is 710 Oak Commons Boulevard, Kissimmee, Florida, 34741; and the name of its initial registered agent at such address is Roger A. Poitras, Jr..

**ARTICLE IV**  
**AUTHORIZED CAPITAL STOCK**

The total number of shares of which the Corporation shall have the authority to issue are 1,000, and the par value of each share shall be \$0.01.

**ARTICLE V**  
**PROVISIONS**

The provisions for the regulations of the internal affairs of the Corporation shall be as set forth in the bylaws.

**ARTICLE VI**  
**DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is Three.

The name and address of each person who is to serve as members of the initial Board of Directors of the Corporation are as follows:

Julian E. Bailes, M.D.; 710 Oak Commons Boulevard, Kissimmee, Florida 34741.


Roger A. Poitras, Jr.; 710 Oak Commons Boulevard, Kissimmee, Florida 34741.

Richard A. Douglas; 710 Oak Commons Boulevard, Kissimmee, Florida 34741.

IN WITNESS THEREOF, the undersigned incorporators have executed these Articles of Incorporation on this, the 31 day of July, 1998.

  
\_\_\_\_\_  
Incorporator 1: Julian E. Bailes, M.D.

  
\_\_\_\_\_  
Incorporator 2: Roger A. Poitras, Jr.

  
\_\_\_\_\_  
Incorporator 3: Richard A. Douglas, M.D.

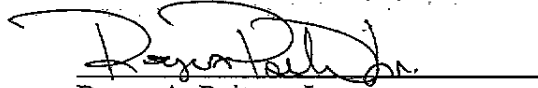
**NOTICE OF ACCEPTANCE OF APPOINTMENT  
AS  
REGISTERED AGENT**

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98 AUG 17 AM 9:03

I, Roger A. Poitras, Jr., hereby accept appointment as the Registered Agent of:

**WORKPLACE FITNESS and PREVENTION, INC.**

My street address is 710 Oak Commons Boulevard, Kissimmee, Florida, 34741.

  
Roger A. Poitras, Jr.

Dated: 8-12-98