Charter Number Only

Requestor's fine City State ZIP Phone Phon

CORPORATION(S) NAME

Ackr

W.P. Verifier

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) Profit () Merger () Amendment NonProfit) Mark () Foreign) Dissolution) Other) Annual Report) Limited Partnership) Change of Registered Agent) Reservation) Reinstatement () Certificate Under Seal () Photo Copies Certified Copy () After 4:30 () Call If Problem Call When Ready Pick Up () Will Wait Walk In Availability Document Examiner Update Verifie



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 20, 1998

EMPIRE

TALLAHASSEE, FL

SUBJECT: TROPICAL GYMS WEST, INC.

Ref. Number: W98000001309

We have received your document for TROPICAL GYMS WEST, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 198A00002994

ARTICLES OF INCORPORATION OF NEW ENGLAND FITNESS INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

NEW ENGLAND FITNESS INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

676 W PROSPECT RD FT LAUDERDALE, FL 33309

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 SHARES @ \$1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is:

DREW BALDWIN
676 W PROSPECT RD
FT LAUDERDALE, FL 33309

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

DREW BALDWIN

676 W PROSPECT RD

FT LAUDERDALE, FL 33309

The undersigned has (have) executed these Articles of Incorporation this <u>7TH</u> day <u>AUGUST,1998.</u>

SIGNATURE & TITLE

DATE

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

NEW ENGLAND FITNESS INC

2. The name and address of the registered agent and office is:

SREW BAIDWIN

CANEW ENGLAND FITNESS

676 W PROSPECT RD

FT LAUDERDALE, FL 33309

SIGNATURE Vices Bolding (corporate officer)

TITLE MAD

DATE 8 14 M8

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE	L rew Deld	SECRETAR TALLAHASS	98 AUG 18	
DATE	N/1498	Y OF STATE	3 AM 10: 17	