P98000086254 ABC Corporate Filings, Inc. 29609 Tropea Drive

Warren, Michigan 48092

Monday, September 21, 1998

Florida Department Of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

700002656447--S 10/06/98-51021-011 *****78.75 *****78.75

Re: Incorporation of Valkyrie Fitness, Inc.

Dear Sir or Madam:

Enclosed please find two (2) copies of Articles of Incorporation that we have completed, and the filing fee in the amount of \$78.75.

Should you have any questions or concerns please do not hesitate to contact us. We await your prompt response and attention to this matter. Remaining,

Sincerely,

Bethany G. Richtarcik

President - ABC Corporate Filings, Inc.

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ARTICLES OF INCORPORATION

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

<u>ARTICLE I NAME</u>

The name of the corporation shall be:

Valkyrie Fitness, Inc.



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

913 Moss Lane, Winter Park, Florida 32789

ARTICLE III SHARES

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

2,000 shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Douglas S. Coppinger, 913 Moss Lane, Winter Park, Florida 32789

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Bethany G. Richtarcik, 29609 Tropea Drive, Warren, Michigan 48092

Bethany G. Lichtarial.

(Signature/Incorporator 9-21-98

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated 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/Registered Agent Date