(((H98000022818 2)))

TO: DIVISION OF CORPORATIONS

S

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ELITE HEALTH & FITNESS, INV.

AUDIT NUMBER...... H98000022818

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

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ARTICLES OF INCORPORATION

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OF

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ELITE HEALTH & FITNESS, INC.

SEURLIANT OF STATE TALLAHASSEE; FLORIDA

These Articles are in compliance with Chapter 607, F.S.

### Article I

The name of this corporation shall be:

ELITE HEALTH & FITNESS, INC.

### Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

#### Article III

The principal place of business and mailing address of this corporation shall be: 601 LYONS ROAD # 7206
COCONUT CREEK, FL 33063

#### Article IV

The general nature of business of this corporation is to transact any and all lawful business.

## Article V

The number of shares which this corporation shall have authority to issue is 100 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

### Article VI

The name and street address of the initial Registered Agent of this corporation shall be: PAUL LABINER

2255 GLADES ROAD # 422A

BOCA RATON, FL 33431

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PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY, 1492 WEST FLAGLER STREET, #200, MIAMI, FL 33135, (305) 541-3694

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#### Article VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who are to serve as an initial director(s)

MARC LEFLERE PRES/SECT.

601 LYONS ROAD # 7206 COCONUT CREEK, FL 33063

#### Article VIII

The name and address of the incorporator executing these Articles of Incorporation is:

> EMPIRE CORPORATE KIT OF AMERICA, INC. 1492 WEST FLAGLER STREET #200 MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this <u>8TH</u> day of <u>DECEMBER</u>, 1998.

Ray Stormont, President Signing for Empire Corporate Kit of America, Inc.

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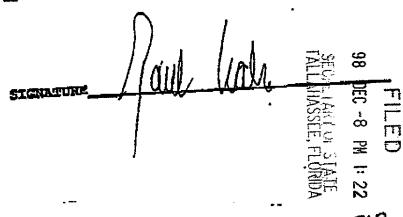
## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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

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Slike Health & Kithers Yn
Pirst that(Name of Corporation)
desiring to organize under the laws of the State (Florida)
and the control office, as indicated in the
with its principal office, as indicated in the articles of
incorporation has named (Name of Registered Application has named)
located at 2255 Clares ha the states Beach
7144 AT
An account service of process Within
(City)  State of Florida, as its agent to accept service of process within

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 PURTHER AGREE TO COMPLY

WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUFLES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



this sate.