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* ADMITTED IN FLORIDA AND BRAZIL
+ ADMITTED IN FLORIDA AND NEW YORK
* ADMITTED IN FLORIDA AND BEFORE THE
U.S. PATENT AND TRADEMARK OFFICE

November 25, 1998

Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

800002704758--0
-12/07/98-01115-008
****122.50 *****78.75

Re: MAGNOLIA FITNESS IMPORT/EXPORT, INC.

Dear Sirs:

Enclosed please find for filing the original Articles of Incorporation and one copy for certifying for the a.r. firm. A preliminary search by your office has indicated that the name is available.

Also enclosed is a check for \$122.50 to cover the costs of the filing fee as well as the cost of one certified copy of the articles, and a stamped return envelope.

Thank you very much.

Sincerely yours,

Erica Alvarez

Erica Alvarez
Legal Assistant

FILED
98 DEC -7 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-12/9/98

FILED

98 DEC -7 AM 8:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
MAGNOLIA FITNESS IMPORT/EXPORT, INC.

ARTICLE I
NAME

The name of this corporation is MAGNOLIA FITNESS IMPORT/EXPORT, INC.

ARTICLE II
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) Shares of stock, at \$1.00 par value.

ARTICLE IV
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Max Langen, 112 South Hibiscus Drive, Miami Beach, FL. 33139

ARTICLE V
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

112 South Hibiscus Drive
Miami Beach, FL. 33139

ARTICLE VI
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial director/incorporator of the corporation and his address is:

Max Langen
112 South Hibiscus Drive
Miami Beach, FL. 33139

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is:

Max Langen
112 South Hibiscus Drive
Miami Beach, FL 33139

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any officer, Incorporator or Director or any former officer, Incorporator or Director, to the full extent permitted by law.

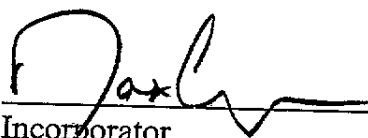
ARTICLE IX
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE X
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 25th day of November, 1998.



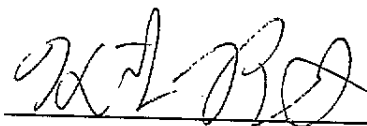
Incorporator
Max Langen

STATE OF FLORIDA)

COUNTY OF DADE)

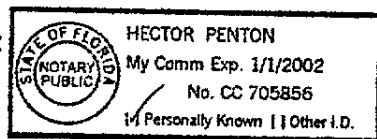
The foregoing instrument was acknowledged before me this 25th day of November, 1998, by Max Langen who is:

☒ personally known to me; or
☐ has produced _____ as identification and
who did (did not) take an oath.



Notary Public, Florida

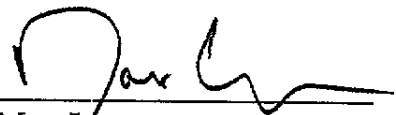
My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the registered agent of MAGNOLIA FITNESS IMPORT/EXPORT, INC.

This acceptance is dated the 25th day of November, 1998.



Max Langen

FILED
98 DEC -7 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA