

P98000 107266

Tampa, Florida

Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-12/24/98--01050--001
****122.50 ****78.75

Dear Sir:

Re: Personal Fitness Studio, Inc

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of registered agent, together with my check in the amount of \$122.50 for filing same.

Thank you for your usual prompt attention to these matters.

Please return letter of acknowledgment to:

Smith Associates
5770 Spring Park Road
Jacksonville, Florida 32216

FILED
98 DEC 24 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BRARON

DEC 29 1998

ARTICLES OF INCORPORATION
OF

PERSONAL FITNESS STUDIO, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME:

The name of the Corporation is: Personal Fitness Studio, Inc.

ARTICLE II

PRINCIPAL ADDRESS: 4895-F West Waters Avenue, Tampa, Florida 33634

REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office is: 4895-F West Waters Avenue Tampa, Florida. And the name of the initial registered agent is: Thomas A. Billinge.

ARTICLE III

DURATION: The corporation shall have perpetual existence.

ARTICLE IV

PURPOSE: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be now or hereafter organized under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK: The Corporation is authorized to issue only one class of stock. The total number of shares authorized shall be 1000 and the par value is \$1.00 P.S.

ARTICLE VI

BOARD OF DIRECTORS: The initial board of director(s) shall consist of 1 member(s). The name and mailing address of the person who is to serve as the director is:

Name: Thomas A. Billinge
Address: 4895-F West Waters Avenue
Tampa, Florida 33634

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is:

Name: Thomas A. Billinge
4895-F West Waters Avenue
Tampa, Florida 33634

The undersigned being the sole incorporator above named signs and acknowledges these Articles of Incorporation at Tampa, Florida on the 21 day of December 1998

[Signature]
Incorporator (Signature)

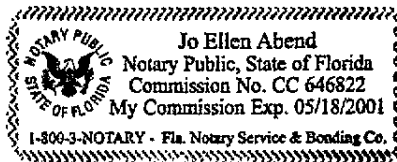
State of Florida
County of Hillsborough

Before me, the undersigned authority, personally appeared Thomas A. Billinge who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily subscribed the same for the uses and purposes therein mentioned and set forth.

(In the News) IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Hillsborough in said County and State this 21st day of December, 1998.

[Signature]
Notary Public
State of Florida


My commission expires: 5/18/2001



APPOINTMENT OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

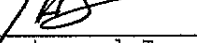
First - That Personal Fitness Studio, Inc., desiring to organize or qualify under the laws of the State of Florida, with it's principal place of business at the city of Tampa, state of Florida has named Thomas A. Billinge, located at 4895-F West Waters Avenue, City of Tampa, State of Florida, as it's agent to accept service of process within Florida.

Signature 
(Corporate Officer)

Title President/Director

Date 12-21-98

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature 
(Registered Agent)

Date 12-21-98

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TALLAHASSEE, FLORIDA