



P9900004292

Florida Incorporators, Inc.

Mark S. Hankins
President
1221 Brickell Avenue, Suite 900
Miami, Florida 33131

January 11, 1999

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 12 PM 2:58

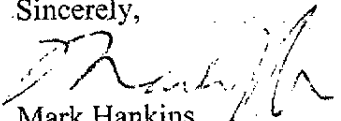
RE: Fitness Link, Inc.

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and funds of \$122.50 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,


Mark Hankins
President

Mark Hankins GAVE
AUTHORIZATION BY PHONE TO
CORRECT effect. date
DATE 1-14-99
DOC. EXAM WS

700002738367-1
-01/12/99-01001-025
*****78.75 *****78.75

8661-8503

1-14-99

FILED SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 12 PM 2:58

Articles Of Incorporation

Of

FITNESS LINK, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Fitness Link, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be January 1st, 1999.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified is:

JULIANNA PEITH
207H3 FOXTAIL DR.
WEST PALM BEACH, FL 33415

SEVENTH: The name and address of the incorporator is:

JULIANNA PEITH
207H3 FOXTAIL DR.
WEST PALM BEACH, FL 33415

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

JULIANNA PEITH
207H3 FOXTAIL DR.
WEST PALM BEACH, FL 33415

NINTH: The mailing address and principal office of the corporation is:

FITNESS LINK, INC.
207H3 FOXTAIL DR.
WEST PALM BEACH, FL 33415

DATED: January 4, 1999



JULIANNA PEITH
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.



JULIANNA PEITH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 12 PM 2:58