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1675 PALM BEACH LAKES BOULEVARD SUITE #700

WEST PALM BEACH, FLORIDA 33401 TELEPHONE 561-686-0803 FAX 561-686-7397

BOARD CERTIFIED IN MARITAL AND FAMILY LAW

February 2, 1999

99 FEB -5 AM 10: 37

Secretary of State Division of Corporations 409 East Gaines Street (32301) Post Office Box 6327 Tallahassee, Florida 32314

Re: Vince Fazzi Fitness Consultant, Inc.

Enclosed are two (2) original Articles of Incorporation and Registered Agent forms for the captioned corporation.

One (1) original is to be filed in your office, and one (1) original is to be certified and returned to this office. Also enclosed is a check in the amount of \$122.50 for:

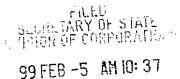
Receiving, filing and indexing Articles of Incorporation	\$35.00
Certified copy of Articles of Incorporation	52.50
Registered Agent Fee	35.00
TOTAL	\$122.50

Please telephone me if there is any reason why these requests cannot be met promptly. Thank you for your attention to these matters.

Very truly yours,

KATHRYN M. BEAMER

KMB:dtm Enclosures



ARTICLES OF INCORPORATION

<u>OF</u>

VINCE FAZZI FITNESS CONSULTANT, INC.

<u>ARTICLE 1 - NAME</u>

The name of this corporation shall be Vince Fazzi Fitness Consultant, Inc.

ARTICLE 2 - PRINCIPAL OFFICE

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

2258 Quail Ridge North Palm Beach Gardens, Fl. 33418

<u>ARTICLE 3 - PURPOSE</u>

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and the State of Florida.

<u>ARTICLE 4 - AGENT</u>

The name and address of the initial registered agent is:

Kathryn M. Beamer, Esq. 1675 Palm Beach Lakes Blvd. Suite 700 West Palm Beach, Fl. 33401

<u>ARTICLE 5 - INCORPORATORS</u>

The name and street addresses of the incorporator of these Articles of Incorporation is

Kathryn M. Beamer 1675 Palm Beach Lakes Blvd. West Palm Beach, Fl. 33401

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

The names and addresses of the initial board of directors are:

Vincent C. Fazzi 2258 Quail Ridge North Palm Beach Gardens, Fl. 33418

The undersigned incorporator has executed these Articles of Incorporation, this 1st day of of February 1999.

Kathryn M Beamer - incorporator

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