

Charter Number Only

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PAID 4036

ATION ONLY

Requester's Name
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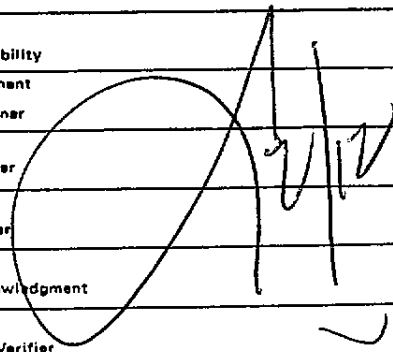
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CORPORATION(S) NAME

Body Builders of South Florida, Inc.

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99 FEB 12 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

Name	
Availability	
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RECEIVED
99 FEB 12 AM 10:18
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE
CERTIFIED COPY

Empire Toll Free: 1-800-432-3028

BODY BUILDERS OF SOUTH FLORIDA, INC.

The undersigned, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE ONE

The name of the Corporation shall be: **BODY BUILDERS OF SOUTH FLORIDA, INC.**

ARTICLE TWO

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existzence.

ARTICLE THREE

The principal place of business of this corporation shall be: 16356 East Burns Drive, Loxahatchee, FL 33470.

ARTICLE FOUR

The general nature of the business and objects and purposes to be transacted and carried on by this corporation are to do any and all of the things herin mentioned, as fully and to the same extent as natural persons might do, viz.:

Transact any and all lawful business.

Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and to be sued, complain and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 607.141;

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TALLAHASSEE FLORIDA

ARTICLES (PAGE 3 AND FINAL)

ARTICLE FIVE


The aggregate number of shares which the corporation shall have authority to issue is the total sum of 10,000 shares, having an individual par value of \$1.00.

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

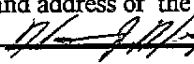
ARTICLE SIX

The street address of the initial office and the name of the initial Resident Agent of this corporation shall be attached and affixed to these Articles within the addendum titled: **Certificate of Designation Registered Agent Registered Office**. Whereupon said registered agent acknowledges and accepts the responsibilities of this office.

Signature of Initial Registered Agent: _____


HERBERT J. HOPKINS, JR.

ARTICLE SEVEN

The initial Board of Directors shall consist of a total of one (1) person, and the name and address of the person who is to serve as an initial director is: HERBERT J. HOPKINS, JR. 
16356 EAST BURNS DRIVE, LOXAHATCHEE, FL. 33470

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

HERBERT J. HOPKINS, JR. 

16356 EAST BURNS DRIVE, LOXAHATCHEE, FL. 33470

In witness whereof, the undersigned incorporation has (ve) executed these Articles of Incorporation this: 8th day of February, 1999.

ARTICLES (page 2 of 3)

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations associations, partnerships, or individuals, or direct or indirect obligations of the United states or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporate may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any of all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact he (she) is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 607.014.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT REGISTERED OFFICE

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

1. The name of the corporation is: BODY BUILDERS OF SOUTH FLORIDA, INC.

2. The name and the address of the registered agent and office is:

HERBERT J. HOPKINS, JR.
(Name)

1635 EAST BURNS DRIVE,
(Address: P.O. Box not acceptable)

LOXAHATCHEE, FL 33470
(City/State/Zip Code)

Signature: [Signature]
(Corporate Officer)

Title: President

Date: FEBRUARY 08, 1999

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 further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Signature: [Signature]

Date: FEBRUARY 08, 1999

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TALLAHASSEE FLORIDA