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**John Moore**  
**The Spa & Fitness Company**  
**5288 Lonesome Dove Drive**  
**Kissimmee, Florida 34746**  
**Phone: (407) 397-4192**

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

Re: The Spa & Fitness Company

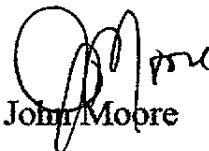
Enclosed are the original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$70.00. Please return on copy of the Articles stamped with the filing date.

FROM:

000002785570-9  
-02/24/99--01053--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**John Moore**  
**The Spa & Fitness Company**  
**5288 Lonesome Dove Drive**  
**Kissimmee, Florida 34746**  
**Phone: (407) 397-4192**

Very truly yours,

  
John Moore

FILED  
99 FEB 24 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/26/99  


**ARTICLES OF INCORPORATION  
OF  
THE SPA & FITNESS COMPANY**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE 1: NAME**

The name of the corporation shall be: The Spa & Fitness Company.

**ARTICLE 2: PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be 5288 Lonesome Dove Drive, Kissimmee, Florida, 34746.

**ARTICLE 3: SHARES**

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1000 shares.

**ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name of the initial registered agent is John Moore whose registered office is located at the place of business stated in Article 2 above.

**ARTICLE 5: INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

John Moore  
5288 Lonesome Dove Drive  
Kissimmee, Florida 34746

99 FEB 24 PM 12: 31  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation this 26<sup>th</sup> day of January, 1999.

  
John Moore

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

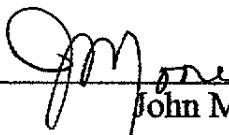
1. The name of the corporation is:

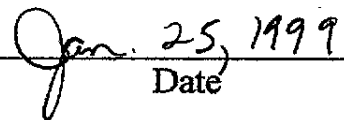
The Spa & Fitness Company

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

John Moore  
5288 Lonesome Dove Drive  
Kissimmee, Florida 34746

HAVING BEEN NAMED AS REGISTERED AGENT 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.

  
\_\_\_\_\_  
John Moore

  
\_\_\_\_\_  
Date

99 FEB 24 PM 12:31  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA