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WILLIAMSON DIAMOND CATON

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Division of Corporations

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Account Name : WILLIAMSON, DIAMOND & CATON, P.A.
Account Number : 074403003061
Phone : (727) 398-3600
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FLORIDA PROFIT CORPORATION OR P.A.

SEMINOLE FITNESS & TANNING CENTER, INC.

Certificate of Status	1
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B. McKnight MAY 18 1999

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**ARTICLES OF INCORPORATION
OF**

SEMINOLE FITNESS & TANNING CENTER, INC.

The undersigned, licensed or otherwise legally authorized to practice accounting by and within the State of Florida, hereby acting as incorporators for the purpose of forming a professional service corporation for profit, by virtue of the provisions of Chapters 621 and 607, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is SEMINOLE FITNESS & TANNING CENTER, INC., and its principal office address is: 10525 Park Boulevard, # 104, Seminole, Florida, 33772; and its mailing address is: 10525 Park Boulevard, # 104, Seminole, Florida, 33772.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 10525 Park Boulevard, # 104, Seminole, Florida, 33772, and the name of the initial registered agent is Scott Meldrum.

RICHARD P. CATON, ESQUIRE
WILLIAMSON, DIAMOND & CATON, P.A.
7843 Seminole Boulevard
Seminole, Florida
(727) 398-3600

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ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two (2) directors, initially. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

NAMEADDRESS

SCOTT MELDRUM

2088 14th Avenue North
Indian Rocks Beach, Florida, 33785

SHANE DIMARTINO

1215 Letona Lane
Valrico, Florida, 33594ARTICLE 7: INCORPORATOR

The name and address of each person signing these Articles is:

NAMEADDRESS

SCOTT MELDRUM

2088 14th Avenue North
Indian Rocks Beach, Florida, 33785

SHANE DIMARTINO

1215 Letona Lane
Valrico, Florida, 33594ARTICLE 8: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 9: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 10: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
this 18 day of MAY, 1999.


SCOTT MELDRUM, Incorporator


SHANE D. MARTINO, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 18 day of May, 1999.


SCOTT MELDRUM, Registered Agent

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