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FILED  
99 MAY 26 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 21, 1999

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

000002887050--9  
-05/26/99--01001--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**RE: Footworks International, Inc.**

To Whom It May Concern:

Enclosed is an original and one copy of the articles of incorporation and registered agent designation for Footworks International, Inc., and a check for \$78.75 to cover the fees for articles filing, certified copy of articles and registered agent designation. Please file stamp the copy of the articles and return the certified copy to me in the enclosed envelope as soon as possible.

Very truly yours,

*C. William Curtis, III*

C. William Curtis, III  
Attorney at Law

CWC/cwc  
Enclosures

CB  
5-26-99  
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**ARTICLES OF INCORPORATION  
OF  
FOOTWORKS INTERNATIONAL, INC.**

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

**ARTICLE I - NAME**

The name of this corporation is Footworks International, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation are 10451 San Jose Boulevard, Jacksonville, Florida 32257.

**ARTICLE III - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$.01 per share.

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent are C. William Curtis, III, Esq., 1930 San Marco Boulevard, Suite 202, Jacksonville, Florida 32207.

**ARTICLE V - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation are C. William Curtis, III, Esq., 1930 San Marco Boulevard, Suite 202, Jacksonville, Florida 32207.

**ARTICLE VI - NATURE OF BUSINESS**

The specific nature of business of this Corporation is fitness training consulting.

**ARTICLE VII - INDEMNIFICATION**

Directors, officers, employees and agents of this Corporation will be indemnified to the fullest extent permitted by Florida law.

**ARTICLE VIII - BYLAWS**

The Board of Directors will adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors

present at any meeting or by written consent of all the members of the Board of Directors.

#### **ARTICLE IX - AMENDMENTS**

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2<sup>1st</sup> day of May, 1999.

C. William Curtis III  
C. William Curtis, III, Esq., Incorporator

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

Pursuant to the provisions of Section 607.0501, Florida Statutes (1997), Footworks International, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the Corporation is Footworks International, Inc.
2. The name and address of the registered agent and office are C. William Curtis, III, Esq., 1930 San Marco Boulevard, Suite 202, Jacksonville, Florida 32207.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, C. WILLIAM CURTIS, III, HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. C. WILLIAM CURTIS, III, FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES, AND C. WILLIAM CURTIS, III, IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HIS POSITION AS REGISTERED AGENT.

C. William Curtis, III

C. William Curtis, III

Date: 5/21/99

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