



P9900052241

FILED

99 JUN -9 PM 3:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 268072 5011958

AUTHORIZATION :

Patricia Pigott

COST LIMIT : \$ 78.75

ORDER DATE : June 9, 1999

ORDER TIME : 12:36 PM

700002899737--0

ORDER NO. : 268072-015

CUSTOMER NO: 5011958

CUSTOMER: Ms. Mitzi Sommer
GREENSPOON MARDER HIRSCHFELD
GREENSPOON MARDER HIRSCHFELD
135 West Central Blvd Ste 1100
South Trust Bank Building
Orlando, FL 32801

DOMESTIC FILING

NAME: N & N FITNESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILE 3RD***
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE
EXAMINER'S INITIALS:

99 JUN -9 PM 1:44

RECEIVED

TH 6/9/99
(4)

**ARTICLES OF INCORPORATION
OF
N & N FITNESS, INC.**

FILED
99 JUN -9 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be **N & N Fitness, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address for the corporation is at 549 Teton Street, Lake Mary, Florida 32746.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - PURPOSES

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

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue and have outstanding One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation in the state of Florida is Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A.; 135 West Central Boulevard, Suite 1100; Orlando, Florida 32801. The name of the initial registered agent of the corporation at such address is N. Dwayne Gray, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may either increase or decrease from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial directors are:

<u>Name</u>	<u>Address</u>
Nancy B. Wolf	549 Teton Street Lake Mary, Florida 32746
Nancy L. Borck	549 Teton Street Lake Mary, Florida 32746

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

<u>Name</u>	<u>Address</u>
N. Dwayne Gray, Jr.	135 West Central Boulevard Suite 1100 Orlando, Florida 32801

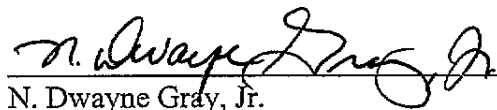
ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act, from time to time.

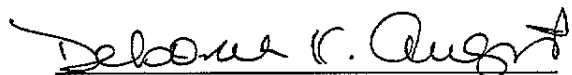
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8th day of June, 1999.


N. Dwayne Gray, Jr.

("Incorporator")

STATE OF FLORIDA)
) S.S.:
COUNTY OF ORANGE)

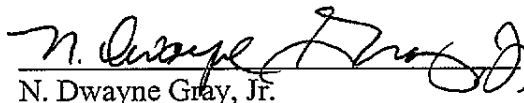
The foregoing instrument was acknowledged before me, an officer duly authorized in the State and County aforesaid, to take acknowledgements, this 8th day of June, 1999 by N. Dwayne Gray, Jr., who is personally known to me.


NOTARY PUBLIC
Print: Deborah K. August
My Commission expires:

DEBORAH K. AUGUST
Notary Public, State of Florida
My comm. exp. Dec. 27, 2002
Comm. No. CC798329

ACCEPTANCE BY REGISTERED AGENT

The undersigned, N. Dwayne Gray, Jr., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to the Florida Business Corporation Act.


N. Dwayne Gray, Jr.

("Registered Agent")

FILED
99 JUN -9 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA