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Florida Department of State
Division of Corporations
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EFFECTIVE DATE
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From:
Account Name : ZIMMERMAN, SHUFFIELD, KISER & SUTCLIFFE, P.A.
Account Number : IL9990000006
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FLORIDA PROFIT CORPORATION OR P.A.

BODIES IN TUNE, INC.

Certificate of Status	0
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B. McKnight JUN 30 1999

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**ARTICLES OF INCORPORATION
OF
BODIES IN TUNE, INC.**

EFFECTIVE DATE
6-28-99

THE UNDERSIGNED, acting as sole incorporator of **BODIES IN TUNE, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation is "Bodies in Tune, Inc."

ARTICLE II
SHARES

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

ARTICLE III
PRINCIPAL OFFICE

The address of the Principal Office of the corporation is 1554 Boren Drive, Suite 200, Ocoee, Florida, 34761. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE IV
MAILING ADDRESS

The mailing address of the corporation is 1554 Boren Drive, Suite 200, Ocoee, Florida, 34761.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the corporation is 315 East Robinson Street, Suite 600, Orlando, Florida, 32802, and the initial Registered Agent at such address is George A. Golder, Esq.

George A. Golder, Esq.
Zimmerman, Shuffield, Kiser & Sutcliffe, P.A.
P.O. Box 3000
Orlando, Florida 32802-3000
Telephone: 407-425-7010
Florida Bar Number: 0768014

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is One (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the shareholders of the corporation or until a successor Director is elected and shall qualify is:

Susan M. Pickens:	1554 Boren Drive Suite 200 Ocoee, Florida 34761.
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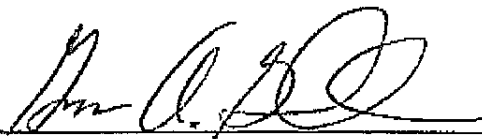
ARTICLE VII
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Fla. Stat., the corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on Monday, June 28, 1999, or, if later, such time and date as is five business days prior to the date on which these Articles of Incorporation are filed by the Department of State.

ARTICLE VIII
INCORPORATOR

The name and address of the sole incorporator of the corporation is George A. Golder, c/o Zimmerman, Shuffield, Kiser & Sutcliffe, P.A., 315 East Robinson Street, Suite 600, Orlando, Florida 32802-3000.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 29th day of June, 1999.



George A. Golder, Incorporator

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 29th day of June, 1999.


George A. Golder, Registered Agent

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