

GODBOLD, DOWNING, SHEAHAN & BILL

A PROFESSIONAL ASSOCIATION

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P99000091270
October, 1999

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

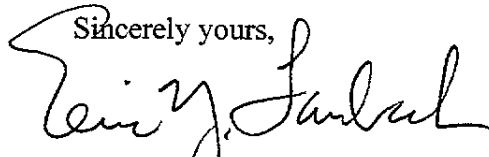
Re: P & BL GYMS ALT., INC.

Dear Madam or Sir:

Enclosed are the original and one copy of Articles of Incorporation for the entity named above. Also enclosed is a check in the amount of \$78.75 as filing fee. Please file the Articles and return the certified copy of same to my attention at your earliest convenience.

Thank you in advance for your assistance. If you have any questions, please feel free to call me directly.

Sincerely yours,



Elise Y. Laubach
Legal Assistant

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Enclosures

FILED
99 OCT 12 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS10/18/99

ARTICLES OF INCORPORATION

OF

P & BL GYMS ALT., INC.

The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the Corporation shall be **P & BL GYMS ALT., INC.**

ARTICLE II

Principal Office

The principal office of the Corporation is located at 5920 Red Bug Lake Road, Winter Springs, Florida 32708; the mailing address of the Corporation is 5920 Red Bug Lake Road, Winter Springs, Florida 32708.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 5920 Red Bug Lake Road, Winter Springs, Florida 32708. The name of the initial registered agent of the Corporation at the registered office shall be Brenda J. Lewis.

ARTICLE VII
Initial Board of Directors

The initial Board of Directors shall consist of two persons. The names and addresses of the persons who shall serve as directors of the Corporation until the first meeting of shareholders are:

<u>Name</u>	<u>Address</u>
Pleasant A. Lewis	2732 Lake Howell Lane Winter Park, Florida 32792
Brenda J. Lewis	2732 Lake Howell Lane Winter Park, Florida 32792

ARTICLE VIII
Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Brenda J. Lewis	2732 Lake Howell Lane Winter Park, Florida 32792

ARTICLE IX
Preemptive Rights

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation as provided in §607.0630, Florida Statutes.

Executed this 4 day of October, 1999.


Brenda J. Lewis, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and 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.


Brenda J. Lewis, Registered Agent

Date: October 4, 1999

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TALLAHASSEE, FLORIDA