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ARTICLES OF INCORPORATION

OF

Body Zone, Inc.

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be Body Zone, Inc.

SECOND. The place in Ohio where its principal office is to be located is in the City of Fairfield, County of Butler.

THIRD. The purpose for which the corporation is formed is to engage in any lawful act or activity for which corporations may be formed under Revised Code Sections 1701.01 to 1701.98, inclusive.

FOURTH. The number of shares which the corporation is authorized to have outstanding is Seven Hundred Fifty (750), all of which shall be common shares without par value.

FIFTH. The amount of capital with which the corporation shall begin business is Five Hundred Dollars ($500.00).

SIXTH. The corporation may purchase, hold, sell and transfer shares of its capital stock and any other obligations of the corporation to such extent, in such manner and upon such terms as the Board of Directors from time to time shall determine.

SEVENTH. This business shall be designated as a small business corporation pursuant to Section 1244 of the Internal Revenue Code as amended from time to time.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 4 day of March, 1997.

J. Jeffrey Albrinck (Incorporator)

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ORIGINAL APPOINTMENT OF AGENT

The undersigned, being at least a majority of the incorporators of Body Zone, Inc., hereby appoint J. Jeffrey Albrinck to be statutory agent upon whom any process, notice or demand, required or permitted by statute to be served upon the corporation may be served.

His complete address is 130 Tri-County Parkway, Suite 208, Cincinnati, OH 45246.

Date 3/4/97

J. Jeffrey Albrinck (Incorporator)

ACCEPTANCE OF APPOINTMENT

The undersigned named herein as the statutory agent for the above-named corporation hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Statutory Agent

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5798-0723

LUTZ, CORNETET & ALBRINCK CO., L.P.A.

Legal Professional Association of Attorneys

TRI-COUNTY FINANCIAL CENTER
130 TRI-COUNTY PARKWAY
SUITE 208
CINCINNATI, OHIO 45246

PHONE (513) 771-2444
FAX (513) 771-2447

James G. Lutz & Assoc. Co., LPA
John B. Cornetet Co., LPA
J. Jeffrey Albrinck
Kevin T. Dreyer
Karen P. Meyer
*Robert F. Croskery**
*Stanford R. Boster***

WESTERN HILLS OFFICE:
3952 North Bend Road

*Also licensed in Kentucky
**Of Counsel

March 4, 1997

Secretary of State
30 East Broad Street
14th Floor
Columbus, OH 43266

Re: Body Zone, Inc.

Dear Reader:

Enclosed please find an original and one copy of the Articles of Incorporation of Body Zone, Inc., along with my check in the amount of $85.00 to cover the filing fee. I respectfully request that this be approved and recorded accordingly, then one stamped copy returned in the envelope provided.

Thank you very much for your attention to this matter. Should you have any questions feel free to contact me.

Very truly yours,

J. Jeffrey Albrinck

JJA/sth

Enclosures

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OHIO SECRETARY OF STATE
PROCESSING STATEMENT
04/03/97

5798-0719

CHARTER NUMBER: 973458
ROLL AND FRAME: 5798-0719

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
BODY ZONE, INC.	97031050301	ARF	85.00

084460

RETURN TO: LUTZ,CORNETET & ALBRINCK CO.
ATTN J J ALBRINCK
130 TRI-COUNTY PKY #208
CINCINNATI OH 45246

TOTAL : 85.00

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The State of Ohio

Bob Taft

Secretary of State

973458

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF

of:

BODY ZONE, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5798 at Frame 0721 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 10TH day of MARCH ,

A.D. 19 97 .

Bob Taft

Bob Taft
Secretary of State