



ACCOUNT NO. : 072100000032

REFERENCE : 666945 4724325

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 155

FILED
00 APR 19 PM 4: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 18, 2000

ORDER TIME : 12:27 PM

ORDER NO. : 666945-005

100003215561--5

CUSTOMER NO: 4724325

CUSTOMER: Vincent D. Paragano, Esq
PARAGANO & RICHLAN
PARAGANO & RICHLAN
100 Hanover Avenue
Suite 302
Cedar Knolls, NJ 07927

DOMESTIC FILING

NAME: GLOBAL ATHLETIC CENTERS,
L.L.C.

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: Christine Lillich

EXAMINER'S INITIALS:

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

L00-4542
942
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

GLOBAL ATHLETIC CENTERS, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

C/O PARAGANO & RICHLAN, P.C., 100 HANOVER AVENUE, STE 302, CEDAR KNOLLS, NJ 07927-2020

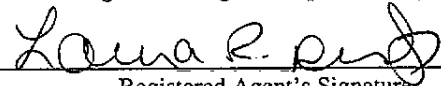
ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

CORPORATION SERVICE COMPANY		
Name		
1201 HAYS STREET		
Florida street address (P.O. Box NOT acceptable)		
TALLAHASSEE	FL	32301
City, State, and Zip		

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SECRETARY OF STATE
TALLAHASSEE, FL 32301

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S..



Registered Agent's Signature

Article IV - Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Laura R. Dunlap

Typed or printed name of signee

FILING FEES:

\$ 100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (OPTIONAL)
\$ 5.00 Certificate of Status (OPTIONAL)

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact, for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of GLOBAL ATHLETIC CENTERS, L.L.C. (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this
19th day of APRIL, 2000.

WITNESS

Victoria A. McCambley
Victoria A. McCambley
TYPED OR PRINTED NAME

[Signature]
SIGNATURE - Vincent Paragano
Attorney in Fact

TYPED OR PRINTED NAME

WITNESS

Heidi A. Ambrosino
Heidi A. Ambrosino
TYPED OR PRINTED NAME

CRL

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