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LO2-17179
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March 22, 2003

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

This cover letter is being provided for purposes of dissolving Global Fitness Group, LLC,
a Florida limited liability company, in accordance with s.608.445.

Sincerely,

Anthony J. Garilli Jr.
131 St. Vincent
Irvine, CA 92618
P (619)726-2299

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF DISSOLUTION
FOR
A FLORIDA LIMITED LIABILITY COMPANY**

1. The name of the limited liability company is Global Fitness Group, LLC

2. The effective date of the limited liability company's dissolution is March 20, 2003

3. A description of the occurrence that resulted in the limited liability company's dissolution pursuant to Section 608.441, Florida Statutes, (copy of 608.441 on back of cover letter).

(c) All members have given written consent to no longer pursue this endeavor and therefore, dissolve the company

4. CHECK ONE:

- All debts, obligations and liabilities of the limited liability company have been paid or discharged.
-OR-
 Adequate provision has been made for the debts, obligations and liabilities pursuant to s. 608.4421.

5. All remaining property and assets have been distributed among its members in accordance with their respective rights and interests.

6. CHECK ONE:

- There are no suits pending against the company in any court.
-OR-
 Adequate provision has been made for the satisfaction of any judgment, order or decree, which may be entered against it in any pending suit.

Signatures of the members having the same percentage of membership interests necessary to approve the dissolution:

Signature

Typed or Printed name

Anthony J. Garilli Jr.

Anthony J. Garilli Jr.

Filing Fee: \$25.00

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STATE OF FLORIDA
TALLAHASSEE