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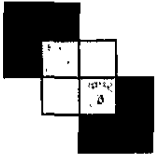
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. HAMPTON

JUL - 9 2008

EXAMINER



EISINGER, BROWN, LEWIS & FRANKEL, P.A.
Attorneys at Law

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4000 Hollywood Boulevard
Hollywood, Florida 33021
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*Of Counsel to:
Scruggs & Carmichael, P.A.
Gainesville, Florida*

July 1, 2008

Division of Corporations
Bureau of Corporate Records
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

RE: Premier Management Services of South Florida, LLC

Gentlemen:

Enclosed herewith please find an original and one copy of the above-referenced Articles of Organization, along with our check in the amount of \$155.00, made payable to the Secretary of State, representing the following:

Filing Fee	\$100.00
Certified Copy	30.00
Registered Agent Filing Fee	<u>25.00</u>
TOTAL:	\$155.00

These Articles need to be filed immediately, and the certified copy returned to the undersigned as soon as possible. Thank you in advance for your prompt attention to this matter.

Very truly yours,

DENNIS J. EISINGER
For the Firm

DJE:jcg
Enclosures

ARTICLES OF ORGANIZATION

FOR

PREMIER MANAGEMENT SERVICES OF SOUTH FLORIDA, LLC

**I.
NAME**

The name of the limited liability company (the "Company") is

PREMIER MANAGEMENT SERVICES OF SOUTH FLORIDA, LLC

**II.
DURATION**

The period of duration of the Company is perpetual unless terminated pursuant to its Operating Agreement.

**III.
BUSINESS ADDRESS**

The address of the place of business of the Company is 320 South Flamingo Road, # 354, Pembroke Pines, Florida 33027.

**IV.
REGISTERED AGENT**

The name and address of the initial registered agent of the Company in the State of Florida is Eisinger, Brown, Lewis & Frankel, P.A., having an address of 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021.

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V.
ADDITIONAL MEMBERS

The right, if given, of the Members to admit additional Members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement of the Company. Any new member which is approved by the Company shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time, and upon such member's agreement to comply with these Articles of Organization, the Operating Agreement and such other documents, statutes, rules, regulations or guidelines as the manager(s) may from time to time determine in their sole discretion.

VI.
RIGHT OF ASSIGNEE TO BECOME A MEMBER

Except as may be otherwise provided in the Operating Agreement, an assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of all of the members of the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members or by written consent of the members of the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Operating Agreement, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Operating Agreement of the Company.

VII.
CONTINUITY OF BUSINESS

The right, if given, of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company shall be as set forth in the Operating Agreement of the Company.

VIII.
MANAGEMENT

The Company shall be managed by managers or managing members. The name and addresses of the initial managing member is set forth below. The initial managing member shall serve as managing member until the first annual meeting of Members or until its successor is elected and qualify.

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PREMIER CONTRACTING SERVICES, INC.
d/b/a PREMIER PROPERTY MANAGEMENT
320 South Flamingo Road, #354
Pembroke Pines, Florida 33027

IX.
SUBSCRIBERS

The name and address of the persons executing these Articles of Organization as Member is Wellfitness, Inc., a Florida corporation, 245 79th Street, Miami Beach, Florida 33141, and Premier Contracting Services, Inc., a Florida corporation d/b/a Premier Property Management, 320 South Flamingo Road, # 354, Pembroke Pines, Florida 33027. Said Members shall not be liable, in any form or fashion, for any acts or omissions of the Company by virtue of being Subscribers.

ARTICLE X.
DISSOLUTION OF COMPANY

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the other members elect to continue the Company either upon the affirmative vote of a majority of all of the members of the Company, which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company, and so long as there remains two (2) members of the Company.

X.
RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

XI.
AMENDMENT TO ARTICLES OF ORGANIZATION

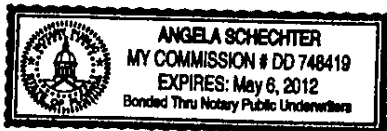
Members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of the members of the Company.

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XII.
AMENDMENT OF OPERATING AGREEMENT

Pursuant to Section 608.423(1), Florida Statutes, the managers of the Company may adopt, alter, amend or repeal any provision of the Operating Agreement upon the affirmative vote of all of those managers of the Company in attendance at a meeting of the managers duly called at which a quorum exists or by written consent of all of the managers of the Company; provided, however, any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the members, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of the members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this ____ day of June, 2008.



INITIAL MEMBERS:

WELLFITNESS, INC., a Florida Corporation,

By: _____

Walter Khalil Bell
WALTER KHALIL BELL, President

PREMIER CONTRACTING SERVICES, INC., a Florida Corporation d/b/a PREMIER PROPERTY MANAGEMENT

By: _____

Robert M. Hittner
ROBERT M. HITTNER, President

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STATE OF FLORIDA)
:SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized in the County and State set forth above, personally appeared WALTER KHALIL BELL, as President of WELLFITNESS, INC., a Florida corporation, who is personally known to me, or who has produced License as identification, to be the person who, as Member and Manager, executed the foregoing Articles of Organization of Premier Management Services of South Florida, LLC, a Florida limited liability company, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State last aforesaid, this 24th day of June, 2008.

Angela Schechter
NOTARY PUBLIC - State of Florida
ANGELA SCHECHTER
Name of Notary - Please Print

My Commission Expires: May 6th 2012



STATE OF FLORIDA)
:SS
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized in the County and State set forth above, personally appeared ROBERT M. HITTNER, President of PREMIER CONTRACTING SERVICES, INC., a Florida corporation d/b/a PREMIER PROPERTY MANAGEMENT, who is personally known to me, or who has produced License as identification, to be the person who, as Member and Manager, executed the foregoing Articles of Organization of Premier Management Services of South Florida, LLC, a Florida limited liability company, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State last aforesaid, this 24th day of June, 2008.

Angela Schechter
NOTARY PUBLIC - State of Florida
Angela Schechter
Name of Notary - Please Print

My Commission Expires: 6/6/2012



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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT HE IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF THAT POSITION, AND FURTHER AGREES TO ACT IN THIS CAPACITY, AND TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS ____ DAY OF JUNE, 2008.

EISINGER, BROWN, LEWIS & FRANKEL,
P.A.

By , *Pres.*

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