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**FLORIDA LIMITED LIABILITY CO.
BEST USED GYM EQUIPMENT, LLC**

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JUN 29 2012

EXAMINER

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DIVISION OF CORPORATIONS
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H 1 2 0 0 0 1 7 1 3 7 6
ARTICLES OF ORGANIZATION
FOR
(A Florida Limited Liability Company)

ARTICLE I -- Name:

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

BEST USED GYM EQUIPMENT, LLC

ARTICLE II -- Duration:

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

ARTICLE III -- Purpose:

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act. (Section 608.401, et. Seq., Florida Statutes).

ARTICLE IV -- Address:

The mailing and street address of the principal office of the Limited Liability Company shall be
429 LENOX AVE. STE. 4W22
MIAMI BEACH, FL 33139

ARTICLE V -- Management:

The management of the Limited Liability Company is reserved to the members. The members of the Limited Liability Company are:

Title:MGR
JUAN CARLOS GONZALEZ
429 LENOX AVE. STE 4W22
MIAMI BEACH, FL 33139

Title:MGR
GABRIEL FERNANDEZ
429 LENOX AVE. STE 4W22
MIAMI BEACH, FL 33139

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ARTICLE VI - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be

JUAN CARLOS GONZALEZ
429 LENOX AVE. STE 4W22
MIAMI BEACH, FL 33139

ARTICLE VII - Debt and Contractual Liability

Any member may contract debt and/or incur contractual liability by or on behalf of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this 27 day of June, 2012.

X 

ACCEPTANCE OF DESIGNATION OS REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, states that he is familiar with and hereby agrees to act in this capacity, and agrees to comply with the obligations of said position.

Dated this 27 day of June, 2012

By: X 

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