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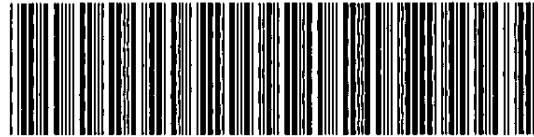
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 24 2014

T. BROWN

~~11/11/13~~

COVERLETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: ALWAYS OPEN FITNESS, LLC

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert J Tamburro, PA. 1022 W. North Blvd. Leesburg, FL. 34748
E-mail address: RTamburro1@centurylink.net
For further information concerning this matter, please call:
Robert J. Tamburro, PA. at (407) 341-3602

Enclosed is a check for the following amount:
\$125.00 Filing Fee \$130.00 Filing Fee & \$155.00 Filing Fee & \$160.00 Filing Fee,
Certificate of Status Certified Copy Certificate of Status &
(additional copy is enclosed) Certified Copy = 6 30, 00
(additional copy is enclosed)

Mailing Address Street/Courier Address

Registration Section Registration Section
Division of Corporations Division of Corporations
P.O. Box 6327 Clifton Building
Tallahassee, FL 32314 2661 Executive Center Circle

125.00 + 30.00 For the Certificate of Organization.

Total check = \$155.00



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 4, 2014

ROBERT J TAMBURRO, P.A.
1022 W NORTH BLVD
LEESBURG, FL 34748

SUBJECT: ALWAYS OPEN FITNESS, LLC
Ref. Number: W14000034647

We have received your document for ALWAYS OPEN FITNESS, LLC. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$155.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Teresa Brown
Regulatory Specialist II

Letter Number: 714A00012028

ARTICLES OF ORGANIZATION
ALWAYS OPEN FITNESS, LLC

FILED
14 JUN 23 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting authorized representative of all of the members of FRY COMMERCIAL, LLC files these Articles of Organization:

I. The name of the organization is Always Open Fitness, LLC.

II. The period of its duration is perpetual.

III. The purpose of the organization is to engage in any and all lawful activities, purposes or business permitted under the laws of the United States, the State of Florida and in such other states as the organization shall be authorized to do business.

IV. The street address of its registered office, which is also the street address of the principal place of business of the organization is:

Principal Office Address: 1022 West North Blvd. Leesburg, FL. 34748

Mailing Address: 1022 West North Blvd. Leesburg, FL. 34748

and the name of its registered agent is Robert J Tamburro, PA, whose address is 1022 W. North Blvd. Leesburg, FL. 34748, who is a resident of this State.

V. The affairs of this organization shall be directed by the members.

VI. The Managing Member shall have management powers of the corporation. His duties shall include but are not limited to administration of the Organization, including general supervision of the policies of the Organization as well as general management.

The Managing Member shall execute contracts, mortgages, loans and bonds on behalf of the Organization. The Managing Member shall have the authority to sell, lend, mortgage, pledge, or hypothecate any of the assets of the Organization. No person shall be required to look beyond the authority so granted to the Managing Member herein, and may rely on the actions taken by the Managing Member under such authority. The Managing Member shall have other powers as determined by a majority of the members by resolution.

VIII. The name and address of the authorized agent who has signed these Articles of Organization is Robert J Tamburro, PA, whose address is 1022 W. North Blvd. Leesburg, Fl. 34748.

IN WITNESS WHEREOF, the undersigned has subscribed to these Articles of Organization at Leesburg, Lake County, Florida this 22nd day of May, 2014.

Robert J Tamburro
NOTARY PUBLIC

STATE OF FLORIDA

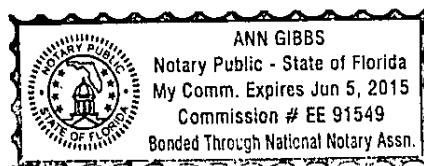
COUNTY OF Lake

BEFORE me, a Notary Public, in and for the State of Florida at Large, personally appeared Robert J. Tamburro who identified himself by A Fla PB, and not under oath, acknowledged that he/she executed the foregoing Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid this 28th day of May, 2014.

Ann Gibbs
NOTARY PUBLIC

Ann Gibbs



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Robert J Tamburro, PA., have been nominated to be the registered agent for ALWAYS OPEN FITNESS, LLC, I hereby accept the appointment as initial registered agent, and agree to act in that 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 605, Florida Statutes. My address is 1022 W. North Blvd. Leesburg, FL. 34748.

A handwritten signature in dark ink, appearing to read 'Robert J Tamburro', is written over a horizontal line.

Robert J Tamburro, PA.