



# A01000000312

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 066955 7111357

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 6, 2001

ORDER TIME : 11:10 AM

ORDER NO. : 066955-005

CUSTOMER NO: 7111357

CUSTOMER: Edward S. Robbins, Esq  
Edward S. Robbins Attorney At  
Law  
Suite 300  
800 S.e. Third Avenue  
Fort Lauderdale, FL 33316

600003802566--8  
-03/06/01--01081--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

600003802566--8  
-03/06/01--01081--004  
\*\*\*1750.00 \*\*\*1750.00

DOMESTIC FILING

NAME: FITNESS WAREHOUSE OF PALM  
BEACH, LTD.

EFFECTIVE DATE: (3)

\_\_\_\_ ARTICLES OF INCORPORATION  
XX \_\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAR -6 PM 12:13  
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File 184  
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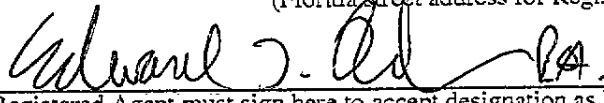
## CERTIFICATE OF LIMITED PARTNERSHIP

1. FITNESS WAREHOUSE OF PALM BEACH, LTD.  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 4155B Northlake Blvd., Palm Beach Gardens, FL 33410  
(Business address of Limited Partnership)

3. Edward S. Robbins, P.A.  
(Name of Registered Agent for Service of Process)

4. 800 SE Third Avenue, Suite #300, Fort Lauderdale, FL 33316  
(Florida street address for Registered Agent)

5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 12594 Pines Blvd., #101-102, Pembroke Pines, FL 33027  
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: March 1, 2099

8. Name(s) of general partner(s): \_\_\_\_\_ Street address: \_\_\_\_\_

Fitness Warehouse of Palm Beach, Inc. 12594 Pines Blvd. #101-102  
Pembroke Pines, FL 33027

POUUUUUU73533

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 5<sup>th</sup> day of MARCH, 2001

Signature of all general partners:  
Fitness Warehouse of Palm Beach, Inc.

BY:   
General Partner

Eduardo Gruvman/Pres.

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

01 MAR 2001 4:29 PM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of  
FITNESS WAREHOUSE OF PALM BEACH, LTD.

a Florida Limited Partnership, certify:

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TALLAHASSEE, FLORIDA

The amount of capital contributions to date of the limited partners is \$ 500,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 500,000.00

Signed this 5<sup>th</sup> day of MARCH, ~~2000~~ 2001

FURTHER AFFLIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the  
contents thereof and that the facts stated herein are true and correct.*

General Partner  
Fitness Warehouse of Palm Beach, Inc.

BY: Eduardo Gruvman,  
General Partner  
Eduardo Gruvman, President

General Partner

General Partner

General Partner

General Partner

General Partner