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FILED

2012 JUL 16 AM 9:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:33 PM 07/03/2012  
FILED 03:38 PM 07/03/2012  
SRV 120804809 - 3830742 FILE

**ARTICLES OF AMENDMENT  
TO THE  
FIFTH AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
LIFESTYLE FAMILY FITNESS, INC.**

**ARTICLE I - Name**

Prior to the date of these Articles of Amendment, the name of the Corporation is LIFESTYLE FAMILY FITNESS, INC.

**ARTICLE II - Filing**

1. The Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on July 19, 2004, under the name Lifestyle Family Fitness, Inc.
2. The Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on May 4, 2006.
3. The Second Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on June 27, 2007, and was amended by the Certificate of Amendment to Second Amended and Restated Certificate of Incorporation filed with the Secretary of State of Delaware on October 30, 2007.
4. The Third Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on April 16, 2009.
5. The Fourth Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on September 15, 2010.
6. The Fifth Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on November 22, 2011.

**ARTICLE III - Amendment**


The following amendment to the Fifth Amended and Restated Certificate of Incorporation was adopted by the Board of Directors and the stockholders of the Corporation:

Article I of the Certificate of Incorporation is deleted in its entirety and replaced with:

**"ARTICLE I - NAME**

The Corporation's name is LFF INVESTORS, INC."

Executed: July 2, 2012

  
N. John Simmons, Jr., President

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# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LIFESTYLE FAMILY FITNESS, INC.", CHANGING ITS NAME FROM "LIFESTYLE FAMILY FITNESS, INC." TO "LFF INVESTORS, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF JULY, A.D. 2012, AT 3:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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120804809

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9689767

DATE: 07-05-12

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