

F/40001990

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

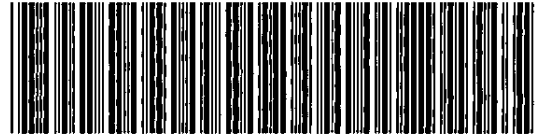
(Document Number)

Certified Copies _____ Certificates of Status _____

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14 MAY -2 PM 1:56

CLERK
SECRETARY OF STATE
DIVISION OF CORPORATIONS

5/6/14



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 22, 2014

ATTN: JONATHAN M. HALL
ATLANTA FITNESS HOLDINGS, INC.
191 PEACHTREE ST., NE, SUITE 3225
ATLANTA, GA 30303

SUBJECT: M&H FITNESS, INC.
Ref. Number: W14000025549

RECEIVED
14 MAY -5 AM 10:43
STATE
TALLAHASSEE, FLORIDA

We have received your document for M&H FITNESS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Sylvia Gilbert
Regulatory Specialist II
New Filing Section

Letter Number: 414A00008603



JONATHAN M. HILL
General Counsel
o. 404.592.9963
c. 678.576.8753
f. 404.420.8313
jhill@custombuiltpt.com
www.custombuiltpt.com

April 29, 2014

VIA FEDERAL EXPRESS

ATTN: Sylvia Gilbert, Regulatory Specialist II
New Filing Section
Florida Department of State, Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
14 MAY -5 AM 10:43
TALLAHASSEE, FLORIDA

RE: M&H Fitness, Inc.; Certificate of Existence

Dear Ms. Gilbert:

Included herewith, please find a Georgia Certificate of Existence for M&H Fitness, Inc., dated no more than 90 days prior to the delivery of the application [for foreign corporation status] to the Department of State. I trust that submission of this document is sufficient to cure any deficiency with the pending application by a foreign corporation for authorization to transact business in Florida.

If you have any questions or concerns regarding this letter, please do not hesitate to contact me at jhill@custombuiltpt.com, or at my direct dial: (404) 592-9963.

With kind regards,


JONATHAN M. HILL

Cc: Melissa Stepp (via email)
Encl.: Certificate of Existence; Deficiency Letter

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. **M&H Fitness, Inc.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **Georgia**

(State or country under the law of which it is incorporated)

3. **46-4500441**

(FEI number, if applicable)

4. **12/18/2013**

(Date of incorporation)

5. **Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. **191 Peachtree St., NE, Suite 3225**

(Principal office address)

Atlanta, GA 30303

(Current mailing address)

8. **Personal Training Outsourcing**

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

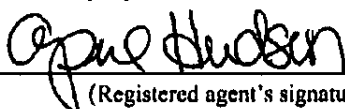
, Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company



April Hudson, Asst. VP

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

14 MAY -2 PM 1:56

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Stephen D. Dow

Address: 191 Peachtree St., NE, Suite 3225
Atlanta, GA 30303

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Drew Marsh

Address: 191 Peachtree St., NE, Suite 3225
Atlanta, GA 30303

Vice President: Stephen D. Dow

Address: 191 Peachtree St., NE, Suite 3225
Atlanta, GA 30303

Secretary: Ryan Hayes

Address: 191 Peachtree St., NE, Suite 3225, Atlanta, GA 30303

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Stephen Dow VP

(Typed or printed name and capacity of person signing application)

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : 14003711
DATE INC/AUTH/FILED : December 18, 2013
JURISDICTION : Georgia
PRINT DATE : April 29, 2014

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

M&H Fitness, Inc.
A Domestic Corporation

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



B: p.h

Brian P. Kemp
Secretary of State