Document Number Only

F95000002341

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 200

Address

Tallahassee, FL. 32301 (904) 656-8298

City **State** **Zip** **Phone**

300001461833
-04/21/95--01011--001
*****70.00 *****70.00

W95-8580

CORPORATION(S) NAME

Ryan Company, Inc.

RECEIVED
95 APR 20 PM 3:12
DIVISION OF CORPORATIONS

(X) Profit		
( ) NonProfit	( ) Amendment	( ) Merger
( ) Limited Liability Company		
(X) Foreign	( ) Dissolution/Withdrawal	( ) Mark
( ) Limited Partnership	( ) Annual Report	( ) Other
( ) Reinstatement	( ) Reservation	( ) Change of R.A.
		( ) Fictitious Name
( ) Certified Copy	( ) Photo Copies	( ) CUS
( ) Call When Ready	( ) Call if Problem	( ) After 4:30
(X) Walk In	(X) Will Wait	(X) Pick Up
( ) Mail Out		

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DIVISION OF CORPORATIONS
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3:00
4/20/95

PLEASE RETURN: EXTRA COPY(S)
FILE STAMPED

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

file 1st

CR2E031 (1-89)

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 21, 1995

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: RYAN COMPANY, INC.
Ref. Number: W95000008580

We have received your document for RYAN COMPANY, INC. and your check(s) totaling $70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return 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 (904) 487-6094.

Steven Harris
Corporate Specialist

Letter Number: 295A00018834

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DIVISION OF CORPORATIONS
95 MAY 12 PM 12:40

RYAN COMPANY, INC.
UNANIMOUS WRITTEN CONSENT
OF BOARD OF DIRECTORS AND SOLE SHAREHOLDER
IN LIEU OF SPECIAL MEETING APRIL 25, 1995

The undersigned, being all of the members of the Board of Directors of Ryan Company, Inc., an Alabama corporation, ("Corporation") unanimously agree in writing as permitted by Section 10-2B-8.21, Code of Alabama, 1975, as amended, to the following actions in lieu of a Special Meeting of the Board of Directors and Sole Shareholder. This Unanimous Written Consent shall be filed with the Minutes of the proceedings of the Board of Directors of this Corporation and shall have like force and effect as if the resolutions and actions taken herein has been duly adopted and taken at a Special Meeting of the Board of Directors with all members being present.

The purpose of this Unanimous Written Consent is to identify and authorize all actions that are to be taken in order to effect the adoption of an alternate name for use in the State of Florida. In furtherance thereof, the following resolutions are hereby unanimously adopted:

> RESOLVED, that Ryan Company, Inc., organized and existing in the State of Alabama, hereby adopts the name "Ryan Company of Alabama, Inc." for use in the State of Florida for all purposes; and
>
> FURTHER RESOLVED, that the Officers of the Corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the Corporation to do business within the State of Florida under the name of "Ryan Company of Alabama, Inc."; and
>
> RESOLVED FURTHER, that all activities and business of the Corporation within the State of Florida shall be carried out under the name "Ryan Company of Alabama, Inc.".

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DIVISION OF CORPORATIONS
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IN WITNESS WHEREOF, the undersigned, being the sole Shareholder and the sole member of the Board of Directors of Ryan Company, Inc., does hereby unanimously consent to the adoption of the foregoing resolutions and all actions taken in accordance therewith, and has hereunto affixed his hand.

Patrick G. Ryan

Patrick G. Ryan

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DIVISION OF CORPORATIONS
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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. Ryan Company, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. March 24, 1995
(Date of Incorporation)

4. Perpetual
(Duration)

5. 63-1141935
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1722 Pine Street, Suite 503, Montgomery, Alabama 36106
(Current mailing address)

8. Management of Fitness Center
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: ______
Address: ______

Vice Chairman: ______
Address: ______

Director: Patrick G. Ryan
Address: 1722 Pine Street, Suite 503
Montgomery, Alabama 36106

Director: ______
Address: ______

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DIVISION OF CORPORATIONS
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(FLA.-2169 - 2/1/92)

[illegible] Officers:

President: Patrick G. Ryan
Address: 1722 Pine Street, Suite 503
Montgomery, Alabama 36106

Vice President:
Address:

Secretary: Patrick G. Ryan
Address: 1722 Pine Street, Suite 503
Montgomery, Alabama 36106

Treasurer: Patrick G. Ryan
Address: 1722 Pine Street, Suite 503
Montgomery, Alabama 36106

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

FILED
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DIVISION OF CORPORATIONS
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10. Name and Street address of Florida registered agent:

Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, **Florida** 33324
Zip Code

11. 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.

Registered agent's signature: _______________
(Officer)

Robert D. Pischer, Assistant Secretary
(Typed Name and Title of Officer)

12. 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.

13. Patrick G. Ryan [signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Patrick G. Ryan, Director and President
(Name and capacity of person signing application)

(FLA.-2189)

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Ryan Company, Inc. incorporated in Montgomery County, Montgomery, Alabama on March 24, 1995. I further certify that the records do not disclose that said Ryan Company, Inc. has been dissolved.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 12 PM 12:40

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 11, 1995

Date

Jim Bennett

Jim Bennett — Secretary of State