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November 28, 2000

Via UPS Overnight Delivery

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

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-11/29/00--01061--001  
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-12/15/00--01083--001  
\*\*\*\*\*46.25 \*\*\*\*\*46.25

Re: **Incorporation of Corporate Health Group, LLC**  
**d/b/a Gold's Gyms of South Florida**  
**Our File No.: 00-310**

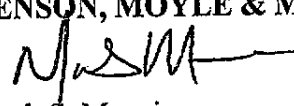
To Whom It May Concern:

Please find enclosed the original and one copy of the Articles of Organization for the above captioned company to be filed with your office. Additionally, we enclose our Attorney Trust Account check in the amount of \$78.75 representing the requisite filing and certified copy fees.

Please return a certified stamped copy of the Articles in the self-addressed stamped envelope provided for this purpose. Thank you for your cooperation in this matter

Very truly yours,

BENSON, MOYLE & MUCCI, LLP

  
Mark S. Mucci  
For the Firm

MSM/fmc  
enclosure

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FILED  
00 DEC 29 AM 10:36  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 7, 2000

MARK S. MUCCI  
BENSON MOYLE & MUCCI LLP  
ONE FINANCIAL PLAZA SUITE 1600  
FT LAUDERDALE, FL 33394-1697

SUBJECT: CORPORATE HEALTH GROUP, LLC  
Ref. Number: W00000028798

We have received your document for CORPORATE HEALTH GROUP, LLC and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$46.25. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

The document must contain both the street address of the principal office and the mailing address of the entity.

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 (850) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 000A00061867

FILED  
NO DEC 29 AM 10:36  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 15, 2000

MARK S. MUCCI  
BENSON MOYLE & MUCCI LLP  
ONE FINANCIAL PLAZA SUITE 1600  
FT LAUDERDALE, FL 33394-1697

We have received your document for CORPORATE HEALTH GROUP, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must contain both the street address of the principal office and the mailing address of the entity.

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 (850) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 800A00063264

FILED  
ON DEC 29 AM 10:36  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF CORPORATE HEALTH GROUP, LLC  
d/b/a GOLD'S GYMS OF SOUTH FLORIDA  
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE 1: NAME**

The name of the limited liability company ("LLC") shall be CORPORATE HEALTH GROUP, LLC. d/b/a GOLD'S GYMS OF SOUTH FLORIDA, a Florida limited liability company.

**ARTICLE 2: PURPOSE**

The LLC may engage in any lawful business not prohibited by statute or law.

**ARTICLE 3: REGISTERED AGENT**

The name and address of the Registered Agent is Mark S. Mucci, Esq., Benson, Moyle & Mucci, LLP, One Financial Plaza, Suite 1600, Fort Lauderdale, Florida 33394.

**ARTICLE 4: PRINCIPAL OFFICE**

The street address and the mailing address of the principal is office located at One Financial Plaza, Suite 1600, Ft. Lauderdale, Florida 33394.

**ARTICLE 5: MANAGEMENT**

The LLC shall be managed by the Managers.

**ARTICLE 6: DURATION**

The LLC's existence shall be perpetual unless otherwise terminated in accordance with the Members Operating Agreement.

**ARTICLE 7: POWERS**

The LLC shall have all the powers authorized by law or statute.

**ARTICLE 8: MEMBER LIABILITY**

Members shall not be personally liable for the debts, obligations, or liabilities of the LLC unless a Member agrees in writing to be liable.

**ARTICLE 9: ADDITIONAL MEMBERS**

The LLC may admit additional members at any time and in any manner by the majority written consent of the current Members.

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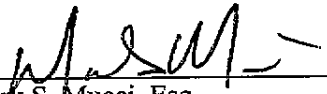
#### ARTICLE 10: AMENDMENT

The power to amend, alter or repeal these Articles of Organization shall be vested in the Members. The Articles of Organization may be amended at any time and in any manner by the majority written consent of the Members.

#### ARTICLE 11: CERTIFICATES

The LLC has the authority and shall issue Certificates of Membership to each Member evidencing that Member's interest in the LLC. Certificates of Membership shall be signed by a Manager (or officer) of the LLC.


Dated this 28 day of November, 2000.

  
Mark S. Mucci, Esq.  
Incorporator

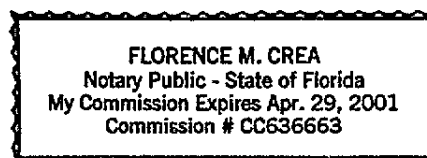
STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority personally appeared Mark S. Mucci, Esq. who is to me well known to be the person described in and who subscribed to the above Articles of Organization, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Ft. Lauderdale, in said County and State this 28 day of November, 2000.

  
Notary Public, State of Florida

My Commission Expires:



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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for the above named limited liability company at the place designated in this certificate, 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 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.

Dated this 28 day of November, 2000.

  
Mark S. Mucci, Esq.

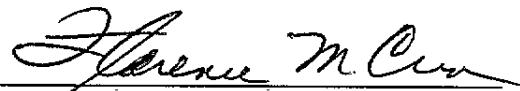
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NOV 29 AM 10:35  
CLERK OF DISTRICT COURT  
FORT LAUDERDALE, FLORIDA

**ACKNOWLEDGMENT OF REGISTERED AGENT**

**STATE OF FLORIDA  
COUNTY OF BROWARD**

**BEFORE ME**, the undersigned authority personally appeared Mark S. Mucci, Esq. who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Organization, and he did freely and voluntarily acknowledge before me according to law that he has authorized said corporation to name him as its initial Registered Agent for the purposes mentioned and set forth in Article 3. He did further agree to comply with the provisions of Section 607.0505 Florida Statutes (1999) and all other statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as Registered Agent.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal at Fort Lauderdale, in said County and State this 28 day of November, 2000.

  
Notary Public, State of Florida  
My Commission Expires:

K:\00-310\Articles of Organization.wpd

