02381 (850) 224-300007729773--4 -09/13/02--01035--007 ****125.00 ****125.00 Art of Inc. File_____ LTD Partnership File____ Foreign Corp. File____ L.C. File_ Fictitious Name File Trade/Service Mark Merger File_ Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing_ Certificate of Status_ Certificate of Fictitious Name Corp Record Search_ Officer Search Fictitious Search_ Fictitious Owner Search_____ Signature Vehicle Search Driving Record_____ Requested by UCC 1 or 3 File_ UCC 11 Search__ Name Time UCC 11 Retrieval___

Courier

Will Pick Up

Walk-In

174 Ponder's Printing - Thomasville, GA 8/00

ARTICLES OF ORGANIZATION OF GYM CLASS LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - NAME:

The name of the Limited Liability Company is Gym Class, LLC.

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is 4081 East Olive Road, Suite 0, Pensacola, Florida 32514.

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by the members and the names and address of the managing members are:

Natlyn Washington 8808 University Parkway Pensacola, Florida 32514 Stacey L. Suarez 6137 Alicia Drive Pensacola, Florida 32504

ARTICLE V - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE:

The street address of the initial registered office of this corporation in the State of Florida and the name of its initial registered agent at that office is as follows:

Stacey L. Suarez 6137 Alicia Drive Pensacola, Florida 32504

Having been named as registered agent and to accept service or process for the above-stated 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 as provided for in Chapter 608, Florida Statutes.

STACEY L. SUAREZ
Registered Agent

IN WITNESS WHEREOF, I had acknowledged them to be my act this 12	ave signed these Articles of Organization and day of <u>September</u> , 2002. All hand hand NATEYN WASHINGTON STACEY L. SUAREZ
4.	
STATE OF FLORIDA COUNTY OF ESCAMBIA	DIVISION OF SECRE
The foregoing instrument was	acknowledged before me this 12th day of
Scotember, 2002, by NATLYN WASI	HINGTON, who is personally known to me of whee
produced a driver's license	_ as identification.
LINDA A. CREWS Notary Public-State of FL Comm. Exp. Oct. 17, 2004 Comm. No. DD 012211	As identification. Sign: A CLUS Print: LINDA A. CREWS NOTARY PUBLIC - STATE OF FLORIDA My Commission Expires: 10-17-04 My Commission Number: DD 612211
STATE OF FLORIDA COUNTY OF ESCAMBIA	
The foregoing instrument was acknowledged before me this 12th day of September, 2002, by STACEY L. SUAREZ, who is personally known to me or who produced a driver's license as identification.	
LINDA A. CREWS Notary Public-State of FL Comm. Exp. Oct. 17, 2004 Comm. No. DD 012211	Sign: July A. Cillus Print: CINDA A. CILLUS NOTARY PUBLIC - STATE OF FLORIDA My Commission Expires: (0 - 17 - 0 + My Commission Number: DO 012211