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ACCOUNT NO. : 072100000032

REFERENCE :

762920 7205558

AUTHORIZATION:

COST LIMIT :

ORDER DATE: September 27, 2002

ORDER TIME : 12:36 PM

ORDER NO. : 762920-005

900008080319--1

CUSTOMER NO: 7205558

CUSTOMER: Julie Webster, Legal Asst

Brockway Moran & Partners, Inc

Seventh Floor

225 Ne Mizner Blvd. Boca Raton, FL 33432

DOMESTIC FILING

NAME:

ROCK FITNESS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

September 27, 2002

SUSIE KNIGHT CSC TALLAHASSEE, FL

SUBJECT: ROCK FITNESS, LLC Ref. Number: W02000028111



We have received your document for ROCK FITNESS, LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The document also needs to be signed by the Registered Agent, and that has been done. But it also must be signed by a MEMBER or AUTHORIZED REPRESENTATIVE OF A MEMBER of the limited liability company.

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) 245-6914.

Buck Kohr Corporate Specialist

Letter Number: 402A00054857

O2 SEP 30 MI ID: 30 DIVISION OF CCEFCRATION

ARTICLES OF ORGANIZATION FOR ROCK FITNESS, LLC

I, the undersigned, do hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the fews of the State of Florida.

ARTICLE I.

The name of the limited liability company is ROCK FITNESS, LLC.

ARTICLE II.

The mailing address and street address of the principal office of the limited liability company is:

22980 Old Inlet Bridge Drive Boca Raton, Florida 33433

ARTICLE III.

The name and the street address of the registered agent are:

Rocco Loccisano 22980 Old Inlet Bridge Drive Boca Raton, Florida 33433

ARTICLE IV.

The limited liability company is to be managed by one manager and is therefore, a manager-managed company.

Having been named as registered agent and to accept service of 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 an accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Rocco Loccisano

Member