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Florida Incorporators, Inc.

Mark S. Hankins
President
8875 Hidden River Parkway, Suite 300
Tampa, FL 33637-2087

October 8, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-10/11/02--01016--007
****155.00 ****155.00

RE: FYT Kids Gym, LLC

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Organization for the above-referenced LLC, and funds of \$155 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark Hankins
President

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2002 OCT 10 AM 10:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN OCT 14 2002

ARTICLES OF ORGANIZATION FOR
FYT KIDS GYM, LLC
A FLORIDA LIMITED LIABILITY COMPANY

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TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

FYT KIDS GYM, LLC

ARTICLE II - Mailing and Street Address:

The mailing and street address of the Limited Liability Company is:

FYT KIDS GYM, LLC
18805 Duquesne Drive
Tampa, FL 33647-3422

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

ARTICLE IV - Management:

The Limited Liability Company is to be managed by its members who shall be empowered to act on behalf of the Limited Liability Company, and the names and addresses of the Managing Members are:

Mark Hankins
18805 Duquesne Drive
Tampa, FL 33647-3422

Managing Member

Julie Hankins
18805 Duquesne Drive
Tampa, FL 33647-3422

Managing Member

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ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited

liability company upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be:

Florida Incorporators, Inc.
8875 Hidden River Parkway Suite 300
Tampa, FL 33637-2087

DATED: October 8, 2002

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TALLAHASSEE, FLORIDA



Mark Hankins

ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

Florida Incorporators, Inc.



By: Mark S. Hankins