

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L02000028430
FILED 8:00 AM
October 25, 2002
Sec. Of State**

Article I

The name of the Limited Liability Company is:

NAPLES GYM, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

242 RIDGE DRIVE
NAPLES, FL. US 34108

The mailing address of the Limited Liability Company is:

242 RIDGE DRIVE
NAPLES, FL. US 34108

Article III

The name and Florida street address of the registered agent is:

MATT BUTLER
242 RIDGE DRIVE
NAPLES, FL. 34108

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 and accept the obligations of my position as registered agent.

Registered Agent Signature: MATT BUTLER

Article IV

The name and address of managing members/managers are:

Title: MGR
MATT BUTLER
242 RIDGE DRIVE
NAPLES, FL. 34108

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Article V

The effective date for this Limited Liability Company shall be:

10/25/2002

Signature of member or an authorized representative of a member

Signature: MATT BUTLER