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### CAPITAL CONNECTION, INC.

\*417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850).224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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## ARTICLES OF ORGANIZATION OF MAXXUS FITNESS SYSTEM L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

#### ARTICLE I - NAME

The name of the limited liability company shall be MAXXUS FITNESS SYSTEM, L.L.C. ("Company"). The principal place of business and mailing address of the Company in Florida shall be 10 Anchor Court, Marco Island, Florida 34145.

#### **ARTICLE II - DURATION**

The Company shall commence its existence on February 1, 2003 and shall have perpetual existence thereafter unless the Company is dissolved as provided in these Articles of Organization.

#### **ARTICLES III - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to manufacture, market and sell professional fitness equipment and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLES IV - REGISTERED OFFICE AND AGENT					
The name and street address of the registered agent of the Company in the State of					
Florida is:		ယ်			
Heinz Bock	· .	7			
Name	;				
10 Anchor Court	سند مس				
Florida Street Address	무급	9			
Marco Island, Florida 34145					
City, State, and Zip					

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 as provided for in Chapter 608. F.S. Registered Agent's Signature ARTICLE V - MANAGEMENT (Check box if applicable) The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company ARTICLE VI - ADMISSION OF NEW MEMBERS No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. ARTICLE VII - TERMINATION OF EXISTENCE The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members. Signature of a member of authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) Staniev F. Bose

Typed or printed name of signer