

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

L03000006375
FILED 8:00 AM
February 21, 2003
Sec. Of State

Article I

The name of the Limited Liability Company is:

JACKSONVILLE ATHLETIC CLUB AND WELLNESS CENTER, LLC.

Article II

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

12336 SHELL BEACH TRAIL
JACKSONVILLE, FL. 32246

The mailing address of the Limited Liability Company is:

12336 SHELL BEACH TRAIL
JACKSONVILLE, FL. 32246

Article III

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

FRANCIS R ABLOLA
12336 SHELL BEACH TRAIL
JACKSONVILLE, FL. 32246

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: FRANCIS A. ABLOLA

Article IV

The name and address of managing members/managers are:

Title: MGRM
ANDREW R ADIA
4 JACOBO LANE
TOWSON, MD. 21286

Title: MGRM
BERNARD R ABLOLA
1211 E. NORTHERN PARKWAY
BALTIMORE, MD. 21239

Title: MGRM
FRANCIS A ABLOLA
12336 SHELL BEACH TRAIL
JACKSONVILLE, FL. 32246

Article V

The effective date for this Limited Liability Company shall be:

02/21/2003

Signature of member or an authorized representative of a member

Signature: FRANCIS A. ABLOLA

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