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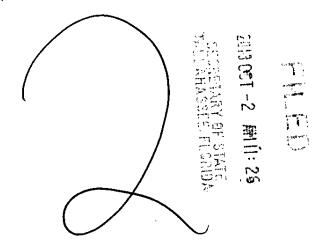
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Certified Copies	_ Certificates	of Status
Special Instructions to	Filing Officer:	

Office Use Only



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FLORIDA DEPARTMENT OF STATE Division of Corporations

September 3, 2013

LUCIANA ALMEIDA 12240 SW 128 CT WAREHOUSE 110 MIAMI, FL 33186

SUBJECT: BODY UP FITNESS, LLC

Ref. Number: L04000025064

We have received your document for BODY UP FITNESS, LLC and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

We received 2 amendments for the same company changing its name. If you are trying to file 2 name changes for the same company. We need to know which to file 1st and which to file 2nd.

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) 245-6051.

Tammi Cline Regulatory Specialist II

Letter Number: 613A00020774

COYER LETTER

TO: Registration Section
Division of Corporations

Body Up International LLC

SUBJECT:	Name of Limited Liability Company	_
The enclosed Articles of	Amendment and fee(s) are submitted for filing.	
Please return all correspo	ondence concerning this matter to the following:	
	Luciana Almeida	
	Name of Person	_
	Body Up International LLC	
	Firm/Company	_
	12240 SW 128 CT, WAREHOUSE # 110	
	Address	
	Miami - Florida - ZIP: 33186	2015 SEC
	City/State and Zip Code gilda@beup.com	
	E-mail address: (to be used for future annual report notification)	@1-2
For further information c	oncerning this matter, please call:	77 1 777
Luciana Almeida	202 2814074	
Name o	f Person Area Code & Daytime Telephone Num	iber 3
Enclosed is a check for the	he following amount:	:
□ \$25.00 Filing Fee	□\$30.00 Filing Fee & □\$55.00 Filing Fee & □\$60.00 Certificate of Status	Filing Fee, icate of Status & Ted Copy is enclosed)

MAILING ADDRESS:

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 Florida Department of State

Response to Letter Number: 613A00020774

To whom it may concern:

I am sorry for the confusion. I need to change the name of two separate companies, one called Body Up Fitness LLC and another called Body Up International LLC. I would like to change the name of Body Up Fitness LLC to Be Up LLC and the name of Body Up International LLC to Be Up International LLC.

I am attaching a corrected versions of the two documents.

If you have any questions please feel free to call me directly at 305-252-7719 or email me at Luciana@beup.com.

Sincerely,

Luciana Almeida

2013 00T -2 MAII: 26

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

Body Up Fitn	ess LLC		
(Name of the Limited Liability Compa (A Florida Limited	nny as it now appears on our records.) Liability Company)		
The Articles of Organization for this Limited Liability Compan	y were filed on OY / O1 / 200 Y and assigned		
Florida document number <u>LOY 0000 25 064</u>	<u> </u>		
This amendment is submitted to amend the following:			
A. If amending name, enter the new name of the limited lia	bility company here:		
The new name must be distinguishable and end with the words "Lim			
The new name must be distinguishable and end with the words "Lim"L.L.C."	nited Liability Company," the designation "LLC" or the abbreviation		
Enter new principal offices address, if applicable:	12240 Sw 128th CT-suite 110		
(Principal office address MUST BE A STREET ADDRESS)	Mouri, FG 33186		
Enter new mailing address, if applicable:	12240 Sw 12pm cT- sent 110		
(Mailing address MAY BE A POST OFFICE BOX)	Mouni, FC 33186		
B. If amending the registered agent and/or registered of registered agent and/or the new registered office address he			
	a Almerda		
New Registered Office Address: \2240 \S	Enter Florida street address		
_ Kiau	, Florida 33/86 City Zip Code		

New Registered Agent's Signature, if changing Registered Agent:

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 relative 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. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

If amending the Managers or Managing Members on our records, <u>enter the title, name, and address of each Manager or Managing Member being added or removed from our records</u>:

MGR = Manager

<u>Name</u>	Address	Type of Action
		Add
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			29
September	25, 2013.		2913 061
	- Hill Day	534 584 584	-2
	Signature of a member or authorized representative of a member	- Car	7

Page 3 of 3

Filing Fee: \$25.00