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DIVISION OF CORPORATIONS

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LIMITED LIABILITY AMENDMENT

PALMETTO BAY HEALTH CLUB, LLC

Certificate of Status	0
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TALLAHASSEE FLORIDA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
PALMETTO BAY HEALTH CLUB, LLC

Pursuant to the provisions of Section 608.411 of the Florida Statutes, the undersigned Limited Liability Company hereby adopts the following Articles of Amendment to its Articles of Organization:

- 1. The name of the Limited Liability Company is:

PALMETTO BAY HEALTH CLUB, LLC
- 2. The Articles of Organization of the Limited Liability Company were filed on June 10, 2004.
- 3. The Articles of Organization are hereby amended by deleting Article I in its entirety and substituting therefor the following:

"ARTICLE I

The name of the Limited Liability Company is:

HEALIS FITNESS CENTER, LLC"

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 13th day of December, 2004.

PALMETTO BAY HEALTH CLUB, LLC

By: Donald P. Moore
Donald P. Moore,
as Authorized Representative of the Members

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STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

Before me personally appeared Donald P. Moore, as Authorized Representative of the Members, who is personally known to me, or who produced _____ as identification, to be the person who executed the foregoing articles of Organization.

In witness whereof I have hereunto set my hand and official seal this 13th day of December, 2004.



Judith D. Rodman
Commission # 00057845
Expires Oct. 18, 2005
Bonded Through
Atlantic Bonding Co., Inc.

Judith D. Rodman
Notary Public
Print Name: JUDITH D. RODMAN
My Commission expires: 10/18/2005

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