

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

L04000052451
FILED 8:00 AM
July 15, 2004
Sec. Of State
tbrumbley

Article I

The name of the Limited Liability Company is:
RIO FITNESS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
599 SW 2ND AVENUE
FORT LAUDERDALE, FL. 33301

The mailing address of the Limited Liability Company is:
599 SW 2ND AVENUE
FORT LAUDERDALE, FL. 33301

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
DAVID A ZWICK
599 SW 2ND AVENUE
FORT LAUDERDALE, FL. 33301

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: DAVID ZWICK

Article V

The name and address of managing members/managers are:

Title: MGRM
DAVID A ZWICK
599 SW 2ND AVENUE
FORT LAUDERDALE, FL. 33309

Title: MGRM
HUNTER CHAMBLISS
599 SW 2ND AVENUE
FORT LAUDERDALE, FL. 33309

Title: MGRM
BRITT SIKES
599 SW 2ND AVENUE
FORT LAUDERDALE, FL. 33309

Title: MGRM
SEAN GUERIN
599 SW 2ND AVENUE
FORT LAUDERDALE, FL. 33309

Signature of member or an authorized representative of a member

Signature: DAVID ZWICK

L04000052451
FILED 8:00 AM
July 15, 2004
Sec. Of State
tbrumbley