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From:

Account Name : BUSINESS FILINGS
Account Number : 105256001620
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LIMITED LIABILITY COMPANY

Gymhouse USA, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
Gymhouse USA, LLC**

ARTICLE I NAME

The name of the limited liability company shall be: **Gymhouse USA, LLC**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: 3621 Manatee Avenue West - Suite A, Bradenton, Florida 34205.

ARTICLE III INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Amanda Edge, 3621 Manatee Avenue West - Suite A, Bradenton, Florida 34205. Located in the County of Manatee.

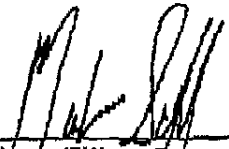
ARTICLE IV DURATION

The duration for the limited liability company shall be: 12/31/2044.

ARTICLE V MANAGERS/MEMBERS

The management of the limited liability company is reserved for the Members and the names and addresses of the members of the Limited Liability Company are:

Graeme Edge, 1727 1st Avenue West, Bradenton, Florida 34205
Amanda Edge, 1727 1st Avenue West, Bradenton, Florida 34205


Business Filings Incorporated, Organizer

Mark Schiff, AVP

Authorized Representative

Prepared by Mark Schiff, Business Filings Incorporated, 8025 Excelsior Dr., Suite 200,
Madison, WI 53717

(608) 827-5300

FAX AUDIT # 1040002145523**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

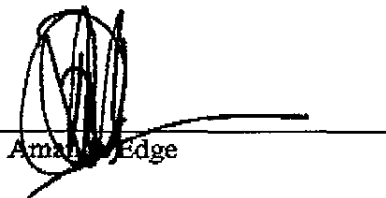
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,
THE UNDERSIGNED COMPANY, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

The name of the limited liability company is: **Gymhouse USA, LLC**

The name and address of the registered agent and office is: Amanda Edge, 3621 Manatee
Avenue West - Suite A, Bradenton, Florida 34205. Located in the County of Manatee.

Having been named as registered agent and to accept service of process for the above
stated 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.

Signature: _____


Amanda Edge

Date: October 18, 2004

FAX AUDIT # 1040002145523