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To:
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Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

EFFECTIVE DATE
1/27/05

LIMITED LIABILITY COMPANY

BODY IN FITNESS NETWORK, LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
BODY IN FITNESS NETWORK, LLC

Article II. Address

The Company's street and mailing address is:
BODY IN FITNESS NETWORK, LLC
16810 NW 86TH COURT
MIAMI LAKES FL 33016

Article III. Registered Agent

The name and street address of the Company's registered agent is:
PATRICIO G. ROSSI
16810 NW 86TH COURT
MIAMI LAKES FL 33016 UNITED STATES

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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Article V. Management


This will be a manager-managed company. The name and address of each manager is:

PATRICIO G. ROSSI
16810 NW 86TH COURT MIAMI LAKES FL 33016
OMAR SUEQUE
16810 NW 86TH COURT MIAMI LAKES FL 33016

Article VI. Company Existence

The Company's existence shall begin effective as of January 27, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on January 27, 2005.



CORPORATE CREATIONS INTERNATIONAL INC.
Karla Sarria Vice President

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STATEMENT OF REGISTERED AGENT


LIMITED LIABILITY COMPANY:

BODY IN FITNESS NETWORK, LLC

REGISTERED AGENT/OFFICE:

PATRICIO G. ROSSI
16810 NW 86TH COURT
MIAMI LAKES FL 33016
UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PATRICIO G. ROSSI
by K. Sarría as attorney-in-fact

Date: January 27, 2005

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