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CORPDIRECT AGENTS, INC. (formerly CCRS) 103,N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

ALL PROPERTY OF THE PARTY OF TH **CONTACT:** TRICIA TADLOCK DATE: 02-07-05 **REF. #:** 0937.34526 CORP. NAME: POSITIVE ADDICTION FITNESS, LLC () ARTICLES OF DISSOLUTION () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () TRADEMARK/SERVICE MARK () ANNUAL REPORT () FICTITIOUS NAME () LIMITED PARTNERSHIP (XX) LIMITED LIABILITY () FOREIGN QUALIFICATION () WITHDRAWAL (b) REINSTATEMENT () MERGER () CERTIFICATE OF CANCELLATION OTHER: STATE FEES PREPAID WITH CHECK# 5/1329 FOR \$ 125.00. AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: £., COST LIMIT: \$__

() CERTIFICATE OF GOOD STANDING

(XX) PLAIN STAMPED COPY

Examiner's Initials

PLEASE RETURN:

() CERTIFIED COPY

() CERTIFICATE OF STATUS

ARTICLES OF ORGANIZATION OF POSITIVE ADDICTION FITNESS, LLC A Florida Limited Liability Company

ARTICLE I - Name

LC (the The name of the limited liability company is POSITIVE ADDICTION FITNESS, LLC ("Company").

ARTICLE II - Principal Office

The mailing address and street address of the principal office of the Company is 301 Jefferson Avenue, Apt 4A, Miami Beach, Florida 33139.

ARTICLE III - Duration

The period of duration for the Company shall be perpetual.

ARTICLE IV - Management

The Company is to be member managed and the name and address of the initial member manager is:

GREGORY J. BUSHARA

301 Jefferson Avenue, Apt 4A Miami Beach, Florida 33139

ARTICLE V - Admission of Additional Members

The limited liability company shall have at least one (1) member. The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

ARTICLE VI - Members' Rights to Continue Business

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

H. LINDER, Authorized Representative

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY 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 POSITIVE ADDICTION FITNESS, LLC.
- The name and Florida street address of the limited liability company's registered agent is Gregory J. Bushara, 301 Jefferson Avenue, Apt 4A, Miami Beach, FL 33139.

Having been named as registered agent and to accept service of process for the abovestated limited liability company at the place designated by 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 the obligations of my position as a registered agent.

GREGORY J. BUSHARA

By:

Title: Managing Member