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(Requestor's Name)

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(City/State/Zip/Phone #)

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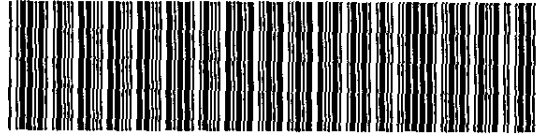
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SETH E. ELLIS, P.A.

Attorneys & Counselors At Law

SETH E. ELLIS, ESQ.*
LL.M. ESTATE PLANNING
SCOTT E. HODES, ESQ

* ADMITTED IN FLORIDA & MASSACHUSETTS

Boca Raton, Florida
Miami, Florida
Plymouth, Massachusetts

Therrel Baisden, P.A.
Of Counsel

March 15, 2005

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Pulse Pilates, LLC

Dear Sir or Madam:

Enclosed for filing are the Articles of Organization for Pulse Pilates, LLC, along with a check in the amount of \$125.00 representing payment of the filing fee for same. Once the Articles have been filed, please send a conformed copy of same to us at the address listed at the top of this letterhead.

Thank you for your assistance with this matter. Should you have any questions regarding the foregoing, or require additional information, please do not hesitate to contact me.

Very truly yours,

LAW OFFICES OF SETH E. ELLIS, P.A.



Debbie Himelblau
Paralegal

Enclosures

cc: Pulse Pilates, LLC

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**ARTICLES OF ORGANIZATION
FOR
PULSE PILATES, LLC**

**ARTICLE I
Name**

The name of the Limited Liability Company is **PULSE PILATES, LLC**.

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is 9412 Boca River Circle, Boca Raton, FL 33434.

**ARTICLE III
Duration**

This period of duration for the Limited Liability Company shall be: PERPETUAL.

**ARTICLE IV
Purpose**

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE V
Registered Agent**

The street address of the initial registered office of the Limited Liability Company shall be Seth E. Ellis, P.A., 2385 Executive Center Drive, Suite 190, Boca Raton, FL 33431 and the name of the initial registered agent of the Limited Liability Company at that address is Seth E. Ellis, Esq.

**ARTICLE VI
Manager-Managed Company**

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

ARTICLE VII

Effective Date

Pursuant to Florida Statute Section 608.409, the Limited Liability Company's existence shall be effective as of March 15, 2005 which is within five (5) business days prior to the date these Articles of Organization are filed with the Department of State.

The undersigned authorized representative of a member of PULSE PILATES, LLC, hereby executes these Articles of Organization on this 15th day of March, 2005.



SETH E. ELLIS, ESQ.

Authorized Representative by

Power of Attorney

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CLERK OF COURT
JULIE ELLIS

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **PULSE PILATES, LLC**.
2. The name and the Florida street address of the registered agent and office are Seth E. Ellis, Esq., Seth E. Ellis, P.A., 2385 Executive Center Drive, Suite 190, Boca Raton, FL 33431.

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 as provided for in Chapter 608, F.S.



SETH E. ELLIS, ESQ.

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JULIA S. STEVENS