

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

L05000045275
FILED 8:00 AM
May 06, 2005
Sec. Of State
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Article I

The name of the Limited Liability Company is:

GENESIS HEALTH & FITNESS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

15422 COUNTY LINE ROAD
SPRING HILL, FL. 34610

The mailing address of the Limited Liability Company is:

15422 COUNTY LINE ROAD
SPRING HILL, FL. 34610

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:

MICHELE RADO
15422 COUNTY LINE ROAD
SPRING HILL, FL. 34610

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: MICHELE RADO

Article V

The name and address of managing members/managers are:

Title: MGRM
MICHELE RADO TTEE, THE RADO FAMILY TRUST
15422 COUNTY LINE ROAD
SPRING HILL, FL. 34610

Title: MGRM
FRANK PASTORELLI
2275 AINSWORTH AVE
SPRING HILL, FL. 34609

Signature of member or an authorized representative of a member

Signature: MICHELE RADO

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