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LIMITED LIABILITY COMPANY

Balance: A Children's Gym, LLC

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**ARTICLES OF ORGANIZATION FOR
BALANCE: A CHILDREN'S GYM, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is BALANCE: A CHILDREN'S GYM, LLC.

**ARTICLE II
ADDRESS**

The mailing address of the Limited Liability Company is 860 Magnolia Creek Circle, Orlando, FL 32828 and the street address of the principal office of the Limited Liability Company is 860 Magnolia Creek Circle, Orlando, FL 32828.

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by its members, and the names, addresses and membership interests of such members are:

Rochelle M. Gilman and Justin B. Gilman
860 Magnolia Creek Circle
Orlando, FL 32828
*100% membership and economic interest as Tenants
by the Entireties, With Rights of Survivorship*

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 860 Magnolia Creek Circle, Orlando, FL 32828, and the initial Registered Agent at such address is Rochelle M. Gilman.

IN WITNESS WHEREOF, the undersigned member affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned member has executed these Articles of Organization this 13th day of July, 2005.

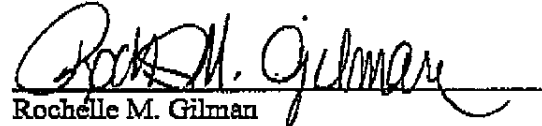

Rochelle M. Gilman, Member

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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the limited liability company.

DATED this 13th day of July, 2005


Rochelle M. Gilman

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