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(Address)

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(City/State/Zip/Phone #)

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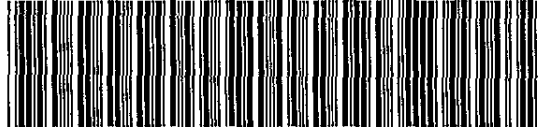
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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WHITED, FULLER, MILLER & FOXMAN
ATTORNEYS AT LAW

FLEMING K. WHITED, III

DAVID D. FULLER, JR.

G. KIPLING MILLER

DAVID H. FOXMAN

August 9, 2005

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization
Maxwell Fitness Programs, LLC.

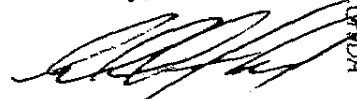
Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Organization for Maxwell Fitness Programs, LLC., together with our check in the amount of \$125.00 to cover the filing fee and designation of registered agent for same.

Please file accordingly and return a conformed copy to my office in the enclosed self-addressed, stamped envelope provided for your convenience.

Should you have any questions, please feel free to call me.

Sincerely,



David D. Fuller, Jr.

Encs.
cc:

630 N. Wild Olive Ave.
Suite A
Daytona Beach, FL 32118

Telephone:
(386) 253-7865

FAX:
(386) 238-1421

E-Mail:
FKWIII@aol.com

SECTION OF STATE
OF ARKANSAS
FLORIDA

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**ARTICLES OF ORGANIZATION
OF
MAXWELL FITNESS PROGRAMS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be Maxwell Fitness Programs, LLC, (hereinafter “company”).

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company is as follows:

117 Aces Alley, Daytona Beach, Volusia County, Florida 32128

ARTICLE III – DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida are as follows:

David D. Fuller, Jr.
630 N. Wild Olive Ave., Suite A
Daytona Beach, Florida 32114

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V – CAPITAL CONTRIBUTIONS

The members of the company shall initially contribute to the capital of the company the amount of \$100.00.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII – ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII – MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of the remaining members.

ARTICLE IX – MANAGEMENT

The company shall be managed by the members in accordance with regulation adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the initial member of the company are:

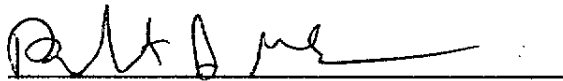
NAME

ADDRESS

Robert J. Maxwell

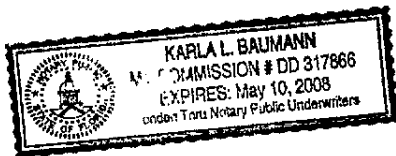
117 Aces Alley
Daytona Beach, Florida 32128

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Daytona Beach, Volusia County, Florida, on this 30th day of June, 2005.


Robert J. Maxwell

STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to and subscribed before me this 30th day of June, 2005 by Robert J. Maxwell, who is personally known to me.




NOTARY PUBLIC - STATE OF FLORIDA

I hereby certify that I am familiar with and accept the duties and responsibilities as
Registered Agent for Maxwell Fitness Programs, LLC.


DAVID D. FULLER, JR.
REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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