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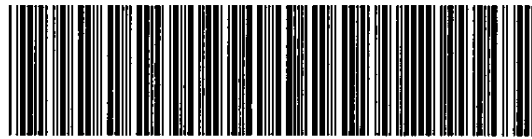
(Business Entity Name)

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TALLAHASSEE, FLORIDA

JAN 4 2007

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SPACE COAST GYMS, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

WILLIAM DONALD
(Name of Person)

SPACE COAST GYMS LLC d/b/a PLANET FITNESS
(Firm/Company)

1802 U.S. HIGHWAY 1 SOUTH
(Address)

ROCKLEDGE, FL 32955
(City/State and Zip Code)

For further information concerning this matter, please call:

WILLIAM SHORR at (207) 318-8920
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$25.00 Filing Fee

☐ \$30.00 Filing Fee &
Certificate of Status

☐ \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

SPACE COAST GYMS, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 2/16/2006 and assigned document number L06000018624

SECOND: This amendment is submitted to amend the following:

EFFECTIVE IMMEDIATELY, PLEASE:

- 1) CHANGE WILLIAM DONALD TO "MEMBER"
- 2) CHANGE ELIZABETH SHORR TO "MEMBER"
- 3) ADD WILLIAM SHORR, 27 BRAMBLEWOOD DRIVE,
PORTLAND, ME 04103 AS "MEMBER"
- 4) ADD JEAN DONALD, 2008 AUBURN LAKES DRIVE,
ROCKLEDGE, FL 32955 AS "MEMBER"

THANKS VERY MUCH FOR YOUR
ATTENTION TO THIS MATTER

Dated 12/28, 2006.

Elizabeth O. Shorr

Signature of a member or authorized representative of a member

ELIZABETH O. SHORR

Typed or printed name of signee

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TALLAHASSEE, FLORIDA

Filing Fee: \$25.00