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THE SIGNET GROUP - 18502050383

Division of Corporations

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FITNESS PARTNERS, LLC

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
FITNESS PARTNERS, LLC,
a Florida limited liability company**

Pursuant to the provisions of section 608.411, Fla. Stat., this Florida limited liability company, whose articles of organization (the "Articles") were filed with the Florida Department of State on August 24, 2006, and assigned document number L06000083871, adopts the following articles of amendment to said Articles:

1. Article V of the Articles is amended to read as follows:

"The name and address of the manager(s) of the Company are:

Title: MGR
Bruce Pagano
1515 North Federal Highway, Suite 405
Boca Raton, Florida 33432"

2. These Articles may be executed in one or more counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same Articles of Amendment.

Except as modified herein, the Articles remains in full force and effect and are hereby ratified and confirmed.


BRUCE PAGANO, MANAGER

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