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FLORIDA/FOREIGN LIMITED LIABILITY CO.

simply fit holdings, llc

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**ARTICLES OF ORGANIZATION
OF
SIMPLY FIT HOLDINGS, 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 **SIMPLY FIT HOLDINGS, LLC.**

ARTICLE II: ADDRESS

The principal business address of the Company shall be 1825 N.W. 38th Ave., Lauderhill, Florida 33311.

ARTICLE III: DURATION

The Company shall commence its existence on the date these Articles of Organization are filed, by the Florida Department of State. The Company's existence shall terminate no later than 2030, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV: REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida shall be John A. Margolis, Suite 330, 9990 S.W. 77th Avenue, Miami, FL 33156-2661.

ARTICLE V: ADDITIONAL CAPITAL CONTRIBUTION

Each member shall make additional capital contributions to the Company only on unanimous consent of all the members.

ARTICLE VI - TERMINATION OF EXISTENCE

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 the consent of all the remaining members.

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ARTICLES VII - MANAGEMENT

The Company shall be managed by the members in accordance with regulations 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 the law or of these Articles of Organization. The names and address of the members of the Company are:

<u>Name</u>	<u>Address</u>
Nancy Gonzalez	1825 NW 38 th Ave., Lauderdale, FL 33311
Lisa Montellese	1825 NW 38 th Ave., Lauderdale, FL 33311
Lyse Kiznertz	1825 NW 38 th Ave., Lauderdale, FL 33311

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Miami, Florida, on March 28th, 2007.


John A. Margolis, Organizer

State of Florida
County of Miami-Dade

Sworn to and subscribed before me on March 28th, 2007, by John A. Margolis, who is personally known or who produced _____ as identification.

Notary Public, State of Florida

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA

1. The name of the **Limited Liability Company** is:
SIMPLY FIT HOLDINGS, LLC.

2. The name and address of the Registered Agent and office is:

John A. Margolis, Suite 330, 9990 S.W. 77th Avenue, Miami, Florida 33156-2661.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of SIMPLY FIT HOLDINGS, LLC., as the Registered Agent of this **Limited Liability Company**, does hereby consent to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of Registered Agent.


John A. Margolis, Registered Agent

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