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CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSÉE, FL 32301 222-1173

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CONTACT:

Examiner's Initials

KATIE WONSCH

DATE:

04/04/07

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CORP. NAME: KIDZ FITNESS, LLC

() ARTICLES OF INCORPORATION	() ARTICLES OF AMENDMENT	() ARTICLES OF DISSOLUTION
() ANNUAL REPORT	() TRADEMARK/SERVICE MARK	() FICTITIOUS NAME
() FOREIGN QUALIFICATION	() LIMITED PARTNERSHIP	(XX) LIMITED LIABILITY
() REINSTATEMENT	() MERGER	() WITHDRAWAL
() CERTIFICATE OF CANCELLATION		
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ARTICLES OF ORGANIZATION OF KIDZ FITNESS, LLC

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is KIDZ FITNESS, LLC (the "Company").

ARTICLE II. PERIOD OF DURATION

The duration of the Company shall be perpetual, subject to termination in accordance with the Company's Operating Agreement or by the written agreement of the members.

ARTICLE III. ADDRESS

The mailing address and street address of the principal office of the Company is 637 Blenheim Loop, Winter Springs, FL 32708.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The name and address of the Company's initial registered agent in the State of Florida is John McKenzie, Jr., 637 Blenheim Loop, Winter Springs, FL 32708.

ARTICLE V. MANAGING MEMBER

The business of the Company shall be conducted, carried on and managed by the Managing Member. The name and address of each Managing Member is John McKenzie, Jr., 637 Blenheim Loop, Winter Springs, FL 32708 and Lisa McKenzie, 637 Blenheim Loop, Winter Springs, FL 32708.

ARTICLE VI. RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the membership of a member in the Company, the existence and business of the Company shall be continued by the remaining members without the necessity for the consent or vote of the members.

ARTICLE VII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Managing Members of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative of a member has executed these Articles of Organization this ____ day of April, 2007.

JOHN MCKENZIE, JR. () (In accordance with xection 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perfury that the facts stated herein are true)

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE OF KIDZ FITNESS, LLC

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, KIDZ FITNESS, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the State of Florida.

- 1. The name of the Company is KIDZ FITNESS, LLC.
- 2. The name of the registered agent and the address of the registered office

John McKenzie, Jr. 637 Blenheim Loop Winter Springs, FL 32708

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608, F. S.

JOHN MCKENZIE, JR

Dated: 3/21/07