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FLORIDA/FOREIGN LIMITED LIABILITY CO.

NATIVE SUN NATURAL FOODS OF BROOKS FITNESS, LLC

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Fax Audit No.: H07000091609

**ARTICLES OF ORGANIZATION
OF
NATIVE SUN NATURAL FOODS OF BROOKS FITNESS, LLC**

Pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State, the following are the Articles of Organization for Native Sun Natural Foods of Brooks Fitness, LLC (the "Company"):

1. Name. The name of the Company is Native Sun Natural Foods of Brooks Fitness, LLC.

2. Principal Place of Business Address. The Company's principal office shall be located at 10000 San Jose Blvd., Jacksonville, Florida 32257.

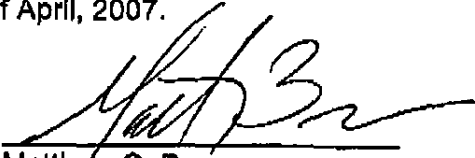
3. Mailing Address. The Company's mailing address shall be P.O. Box 56227, Jacksonville, Florida 32241.

4. Initial Registered Agent. The name and address of the initial registered agent in Florida for the Company are:

F & L Corp.
One Independent Drive, Suite 1300
Jacksonville, Florida 32202-5017

5. Duration. This limited liability company shall exist perpetually. Existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, existence shall commence upon filing by the Department of State.

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, authorized representative of a member of the Company, has executed these Articles of Organization this 9th day of April, 2007.


Matthew G. Breuer
Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, a corporation resident in the State, having been named in Section 3 of Articles of Organization of Native Sun Natural Foods of Brooks Fitness, LLC (the "Company"), as the initial registered agent for the Company at the office designated in the Company's Articles of Organization, in accordance with Section 608.415 of the Florida Statutes, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with and hereby accepts the obligations of such position.

F & L CORP.

By: Charles V. Hedrick
Charles V. Hedrick
Authorized Signatory

EXECUTED this 9th day of April, 2007.

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