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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Fitness FX LLC

Certificate of Status	1
Certified Copy	1
Page Count	02
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Electronic Filing Menu

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ARTICLES OF ORGANIZATION OF FITNESS FX LLC a Florida limited liability company

The undersigned, 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 of Florida does set forth the following:

- 1. <u>NAME</u>. The name of the limited liability company is Fitness FX LLC (the "Company").
- 2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 434 N.W. Concord Drive, Port St. Lucie, Florida 34983.
- 3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization are: Teresa Lloyd, 434 N.W. Concord Drive, Port St. Lucie, Florida 34983.

The undersigned has executed these Articles of Organization on the day of April 2007.

FITNESS FX LLC

Teresa Lloyd, Authorized Representative

FTL:2165349:1

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE 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: Fitness FX LLC.
- 2. The name and address of the registered agent and office are:

Teresa Lloyd 434 N.W. Concord Drive Port St. Lucie, Florida 34983

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 its 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.

Teresa Lloyd, Registered Agent

(Date)

FTL:2165349:1