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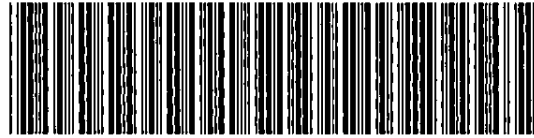
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 936329 7193709

AUTHORIZATION :

COST LIMIT : \$ 125.00

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TALLAHASSEE, FLORIDA

ORDER DATE : June 6, 2007

ORDER TIME : 3:21 PM

ORDER NO. : 936329-005

CUSTOMER NO: 7193709

DOMESTIC FILING

NAME: WELLNESS WATCHERS EQUIPMENT
COMPANY, LLC

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

FILED
07 JUN - 6 AM 10:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the Limited Liability Company is Wellness Watchers Equipment Company, LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is 1289 Clint Moore Road, Boca Raton, Florida 33487.

ARTICLE III

Registered Agent, Registered Office, and Registered Agent's Signature

The name and the Florida street address of the Registered Agent are:

Corporation Service Company
1201 Nays Street
Tallahassee, FL 32301

Having been named as the 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 agree to accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

By: _____

Name: _____

Sarah K. Drake
Sarah K. Drake

as its agent

ARTICLE IV

Members

The names and addresses of the Managing Members are as follows:

| <u>Title</u> | <u>Name and Address:</u> |
|--------------|---|
| MGRM | Stuart A. Benson 1289 Clint Moore Road Boca Raton, FL 33487 |
| MGRM | Donald L. Hayes 529 Avenida del Verdor San Clemente, CA 92672 |
| MGRM | Dconn Hayes 529 Avenida del Verdor San Clemente, CA 92672 |

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Stuart A. Benson, Authorized Representative