

LD 7000068963

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

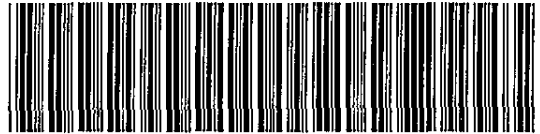
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 978012 7117422

AUTHORIZATION :

COST LIMIT : \$ 155.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 2, 2007

ORDER TIME : 10:20 AM

ORDER NO. : 978012-005

CUSTOMER NO: 7117422

DOMESTIC FILING

NAME: PALM COAST ONE ON ONE FITNESS,
LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION OF
PALM COAST ONE ON ONE FITNESS, LLC
A LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I

The name of the Limited Liability Company is: PALM COAST ONE ON ONE FITNESS, LLC.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is: 9 Bonnie Lane, Palm Coast, Florida 32137.

ARTICLE III

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

The Limited Liability Company is to be managed by a manager or managers as may be set forth in the Operating Agreement. Until otherwise provided in the Operating Agreement, the name and address of the initial Manager shall be:

Louis Salvagio, 9 Bonnie Lane, Palm Coast, Florida 32137.

ARTICLE V

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be set forth in the Operating Agreement.

I have signed these Articles of Organization and acknowledged them to be my
act this 27 day of June, 2007.

By:


B. PAUL KATZ, AGENT

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED FOR
PALM COAST ONE ON ONE FITNESS, LLC**

IN COMPLIANCE WITH SECTION 608.507, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT THE UNDERSIGNED AGENT, DESIRING TO ORGANIZE OR
QUALIFY THE ABOVE REFERENCED LIMITED LIABILITY COMPANY UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT
9 BONNIE LANE, PALM COAST, FLORIDA, 32137, HAS NAMED B. PAUL KATZ,
LOCATED AT 1 FLORIDA PARK DRIVE SOUTH, B. PAUL KATZ PROFESSIONAL
BUILDING, ATRIUM SUITE, PALM COAST, FLORIDA 32137, AS ITS REGISTERED
AGENT AND OFFICER TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


B. PAUL KATZ, AGENT

DATE: 27 June 07

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


REGISTERED AGENT

DATE: 27 June 07