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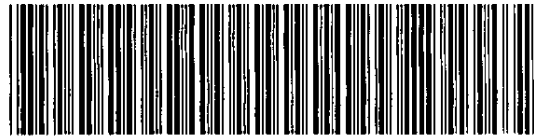
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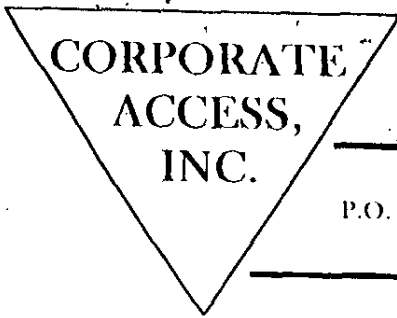
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1. Flexx Fitness Systems, LLC  
(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

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## ARTICLES OF ORGANIZATION

OF

### **FLEXX FITNESS SYSTEMS, LLC, A FLORIDA LIMITED LIABILITY COMPANY**

Pursuant to the provisions of Chapter 608, Florida Statutes, as amended, the following are hereby adopted and filed as the Articles of Organization of this Florida limited liability company:

#### ARTICLE I - NAME

The name of this Company shall be:  
Flexx Fitness Systems, LLC

#### ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal place of business of the Company is:

1879 Sea Pines Lane  
Orange Park, Florida 32003

The initial mailing address of the Company is:

1879 Sea Pines Lane  
Orange Park, Florida 32003

#### ARTICLE III - DURATION

The Company is to commence its existence on the date of filing of these Articles by the Secretary of the State of Florida. This Company shall exist perpetually.

#### ARTICLE IV - MANAGEMENT

This Company will be a Manager-managed Company and will be managed by one (1) Managing Member initially. The number of Managers may be increased or decreased by the Members from time

to time, but shall never be less than one (1). Any and all powers and duties conferred or imposed upon the Manager, in addition to those contained in Chapter 608, Florida Statutes, as amended, shall be subject to the provisions of the Operating Agreement of the Company or pursuant to a duly adopted resolution of the Members. The name and address of the initial Managing Member is:

Alisa Lee Blanchard  
1879 Sea Pines Lane  
Orange Park, Florida 32003

#### ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered agent of this Company is:

Alisa Lee Blanchard  
1879 Sea Pines Lane  
Orange Park, Florida 32003

#### ARTICLE VI - RESTRAINT ON TRANSFER

The Members may, by agreement, impose any reasonable restraint on the sale, conveyance, gifting, transfer, encumbrance or alienation of Membership Interests.

#### ARTICLE VII - AMENDMENT

The Members reserve the right to alter, amend or repeal any provisions contained in these Articles of Organization, or to adopt new provisions, and the method for same shall be contained in the Operating Agreement of the Company.

#### ARTICLE VIII - AUTHORIZED REPRESENTATIVE

The name and address of the person, authorized by the Member, who is signing these Articles of Organization is:

David A. King  
Attorney at Law  
1416 Kingsley Avenue  
Orange Park, FL 32073

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles or Organization, this 26<sup>th</sup> day of July, 2007.

A handwritten signature in cursive script, reading "David A. King". The signature is written in dark ink and is positioned above a horizontal line.

David A. King, Attorney,  
as authorized representative of  
the Member.

**CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT  
FOR LIMITED LIABILITY COMPANY**

Pursuant to Section 608.415, Florida Statute, the following  
is submitted:

Flexx Fitness Systems, LLC

desiring to organize under the laws of the State of Florida,  
with its principal office as indicated in the Articles of  
Organization, has named as its Registered Agent to accept  
service of process within this State:

Alisa Lee Blanchard  
1879 Sea Pines Lane  
Orange Park, Florida 32003

**ACKNOWLEDGEMENT:**

Having been named as Registered Agent to accept service of  
process for the above stated limited liability company, at the  
place designated in this Certificate, I hereby acknowledge that  
I am familiar with said laws of the State of Florida, and I  
hereby agree to act in this capacity, and I agree to comply with  
the provisions of said laws.

  
Alisa Lee Blanchard