

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000065935
FILED 8:00 AM
July 08, 2008
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:
POWERHOUSE GYM TAMPA BAY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
1101 CHANNELSIDE DR.
SUITE 240
TAMPA, FL. 33602

The mailing address of the Limited Liability Company is:
10006 CROSS CREEK BLVD.
SUITE 114
TAMPA, FL. 33647

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
MATTHEW J MIDYETT
10006 CROSS CREEK BLVD.
SUITE 114
TAMPA, FL. 33647

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 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 accept the obligations of my position as registered agent.

Registered Agent Signature: MATTHEW J. MIDYETT

Article V

The name and address of managing members/managers are:

Title: MGRM
MATTHEW J MIDYETT
10006 CROSS CREEK BLVD. SUITE 114
TAMPA, FL. 33647

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Article VI

The effective date for this Limited Liability Company shall be:

07/01/2008

Signature of member or an authorized representative of a member

Signature: MATTHEW J. MIDYETT