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TALLAHASSEE, FLORIDA

M. THOMAS

SEP 24 2008

EXAMINER



SETH E. ELLIS
LL.M IN ESTATE PLANNING
ADMITTED IN FLORIDA & MASSACHUSETTS

SCOTT E. HODES
LL.M IN ESTATE PLANNING

ANDREA C. D'ADDARIO

TODD S. UNGER
LL.M IN TAXATION
ADMITTED IN FLORIDA & NEW JERSEY

September 22, 2008

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: PALM BEACH GARDENS PILATES, LLC

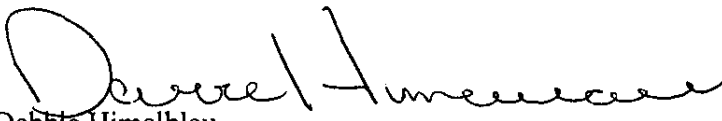
Dear Sir or Madam:

Please find enclosed for processing an original and a photocopy of the Articles of Organization for the above-referenced limited liability company. Please file the original Articles, stamp the photocopy as "Filed," and return the copy to our office in the enclosed envelope. Our firm's check in the amount of \$125.00, representing payment of the filing fee, is also enclosed.

Thank you for your assistance with this matter. Should you have any questions or require anything further, please do not hesitate to contact me.

Very truly yours,

ELLIS & HODES


Debbie Himelblau
Paralegal

Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
FOR
PALM BEACH GARDENS PILATES, LLC**

**ARTICLE I
Name**

The name of the Limited Liability Company is **PALM BEACH GARDENS PILATES, LLC.**

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is 15580 Glencrest Avenue, Delray Beach, FL 33446.

**ARTICLE III
Duration**

This period of duration for the Limited Liability Company shall be: PERPETUAL

**ARTICLE IV
Purpose**

This Limited Liability Company is organized for the purpose of transacting or lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

**ARTICLE V
Registered Agent**

The street address of the initial registered office of the Limited Liability Company shall be Ellis & Hodes, 2385 Executive Center Drive, Suite 190, Boca Raton, FL 33431 and the name of the initial registered agent of the Limited Liability Company at that address is Seth E. Ellis, Esq.

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TALLAHASSEE, FLORIDA

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ARTICLE VI
Manager-Managed Company

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

ARTICLE VII
Effective Date

Pursuant to Florida Statute Section 608.409, the Limited Liability Company's existence shall be effective as of September 18, 2008, which is within five (5) business days prior to the date these Articles of Organization are filed with the Department of State.

The undersigned authorized representative of a member of PALM BEACH GARDENS PILATES, LLC, hereby executes these Articles of Organization on this 22nd day of September, 2008.



SETH E. ELLIS, ESQ.

Authorized representative by Power
of Attorney

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **PALM BEACH GARDENS PILATES, LLC.**
2. The name and the Florida street address of the registered agent and office are Seth E. Ellis, Esq., Ellis & Hodes, 2385 Executive Center Drive, Suite 190, Boca Raton, FL 33431.

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 as provided for in Chapter 608, F.S.



SETH E. ELLIS, ESQ.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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