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FLORIDA/FOREIGN LIMITED LIABILITY CO.

QUALITY OF LIFE FITNESS, LLC

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**ARTICLES OF ORGANIZATION
FOR
QUALITY OF LIFE FITNESS, LLC**

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, acting as the organizer of QUALITY OF LIFE FITNESS, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is QUALITY OF LIFE FITNESS, LLC

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The street address and mailing address of the initial principal office of this Company is 9639 Hatton Circle, Orlando, Florida 32832.

**ARTICLE III
REGISTERED OFFICE ADDRESS,
INITIAL REGISTERED AGENT**

The address of the initial registered office of this Company is 9639 Hatton Circle, Orlando, Florida 32832, and the name of the initial registered agent of this Company at that address is ANTHONY F. RICHARDSON.

**ARTICLE IV
DURATION**

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law or the Company's Operating Agreement.

**ARTICLE V
MANAGEMENT**

The Company shall be managed by one or more managers as provided in the Company's Operating Agreement and the initial manager(s) of the Company shall be ANTHONY F. RICHARDSON.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as
of the 23 day of February, 2009.


ANTHONY F. RICHARDSON, Organizer

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 in Chapter 608, Fla. Stat.


ANTHONY F. RICHARDSON

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