

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

L09000033314
FILED 8:00 AM
April 06, 2009
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:

FITNESS FACTORY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

4006 LAKE HAVEN BLVD
SEBRING, FL. US 33875

The mailing address of the Limited Liability Company is:

4006 LAKE HAVEN BLVD
SEBRING, FL. US 33875

Article III

The purpose for which this Limited Liability Company is organized is:

FITNESS CENTER

Article IV

The name and Florida street address of the registered agent is:

WILLIAM WESTERGOM
4006 LAKE HAVEN BLVD
SEBRING, FL. 33875

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: WILLIAM WESTERGOM

Article V

The name and address of managing members/managers are:

Title: MGRM
JENNIFER WESTERGOM
4006 LAKE HAVEN BLVD
SEBRING, FL. 33875 US

Title: MGRM
WILLIAM WESTERGOM
4006 LAKE HAVEN BLVD
SEBRING, FL. 33875 US

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Article VI

The effective date for this Limited Liability Company shall be:

04/06/2009

Signature of member or an authorized representative of a member

Signature: WILLIAM F WESTERGOM