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(Business Entity Name)

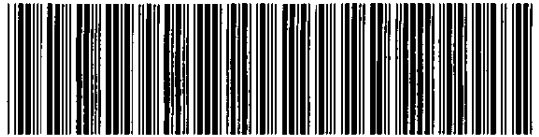
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KERRY ADKISON, P.A.
ATTORNEY AT LAW
POST OFFICE BOX 669
CHIPLEY, FLORIDA 32428

(850) 638-2643

Fax (850) 638-2645

April 8, 2009

Via UPS Next Day Air #1ZY4V6390197029628

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

Re: **K & K FITNESS, LLC**

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Organization for the above named Limited Liability Company and a check in the amount of \$160.00 for the filing fee, designation of registered agent, one (1) certified copy of the articles and a Certificate of Status. Thank you in advance for your assistance, and if you have any questions please feel free to call me.

Sincerely,


David L. Holland
Legal Assistant

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

K & K FITNESS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Act, Chapter 608, Florida Statutes (2008), hereby make, acknowledge, and file the following Articles of Organization:

Article I

The name of the limited liability company shall be K & K FITNESS, LLC.

Article II

The initial street and mailing address of the principal office of the limited liability company is:

1414 Main Street, Suite 5
Chipley, FL 32428

Article III

The limited liability company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The limited liability company's existence shall be perpetual.

Article IV

The name and street address of the initial registered agent of the limited liability company in the State of Florida are:

Kara G. Taunton
1414 Main Street, Suite 5
Chipley, FL 32428

Article V

The limited liability company shall be managed by its members in accordance with Ch. 608, Florida Statutes (2008) and regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the

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regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the each member is as follows:

Kara G. Taunton
1699 Dora Court
Chipley, FL 32428

MGRM

Kerry Adkison
702 3rd Street
Chipley, FL 32428

MGRM


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Article VI

The names and addresses of the persons signing these Articles of Organization are:


Kara G. Taunton
1699 Dora Court
Chipley, FL 32428

UNDER PENALTIES OF PERJURY, the undersigned organizer has made and subscribed these articles of organization at Washington County, Florida, on this 8th day of April, 2009 and affirms that the facts stated herein are true.


KARA G. TAUNTON
Organizer

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for K & K FITNESS, LLC at the place designated in the 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 for in Chapter 608, Florida Statutes (2008).


KARA G. TAUNTON
April 8, 2009