

08/24/2009 14:25 FAX

Division of Corporations

001/003

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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : WHWW, INC.  
Account Number : I20060000124  
Phone : (407) 246-6584  
Fax Number : (407) 645-3728

PLEASE NOTE:

The owner/manager of Quality of Life Fitness, LLC and Quality of Life Fitness II, LLC are the same.

Thank you.

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**QUALITY OF LIFE FITNESS II, LLC**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

**A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, acting as the organizer of QUALITY OF LIFE FITNESS II, 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 II, 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.

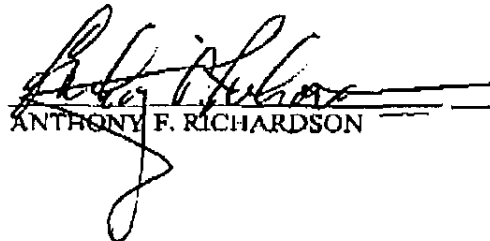
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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 24 day of August, 2009.

  
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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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Richardson, Anthony and Secretary of State  
Articles of Organization

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