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Law Offices

Eric S. Kolar, P.A.

3305 Atlantic Boulevard, Suite B Jacksonville, Florida 32207

Eric S. Kolar, Attorney at Law Admitted in Florida and Georgia

Telephone: (904) 396-0009 Facsimile: (904) 396-8700

January 15, 2010

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: CROSSFIT AMELIA ISLAND, LLC

Dear Sir or Madam:

Enclosed is an original and one copy of Articles of Organization for a Florida Limited Liability Company and my firm's \$125 check for your filing fee payable to Department of State. Please file the Limited Liability Company and return receipt to me.

Very truly yours,

Eric S. Kolar

Enclosures

ARTICLES OF ORGANIZATION FOR Sandbox Athletics, LLC A FLORIDA LIMITED LIABILITY COMPANY

2010 JAN 19 PM 2: 21 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I- Name

The name of the Limited Liability Company is: Sandbox Athletics, LLC, a Florida Limited Liability Company.

ARTICLE II- Address

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

Principal Office Address:

1114 South 14th Street

Fernandina Beach, FL 32034

Mailing Address:

1114 South 14th Street

Fernandina Beach, FL 32034

ARTICLE III- Registered Agent, Registered Office and Registered Agent's Signature

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

DOUG LANE 1114 South 14th Street Fernandina Beach, FL 32034

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 provision 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.

Registered Agent's Signature- Doug Lane

ARTICLE IV - Manager(s) or Managing Member(s)

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM = Managing Member

MGRM

Name and Address:

DOUG LANE

1114 South 14th Street

Fernandina Beach, FL 32034

ARTICLE V – Commencement and Duration

This Limited Liability Company shall commence upon the earlier of (i) the date of filing of the articles of inerporation or (ii) 1/19/10 and shall be filed with the Secretary of State within five (5) business days from 1/19/2010. This Limited Liability Company shall have perpetual existence.

REQUIRED SIGNATURE:

تم

(In accordance with § 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DOUG LANE

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