

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

L10000070686
FILED 8:00 AM
July 02, 2010
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
CODE3 FITNESS,"LLC"

Article II

The street address of the principal office of the Limited Liability Company is:
8210 WEST GLADES RD.
BOCA RATON, FL. 33434

The mailing address of the Limited Liability Company is:
8210 WEST GLADES RD.
BOCA RATON, FL. 33434

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
WILLIAM J HODGE JR
8261 NW 8TH WAY
BOCA RATON, FL. 33487

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 J. HODGE JR.

Article V

The name and address of managing members/managers are:

Title: MGRM
WILLIAM J HODGE JR
8261 NW 8TH WAY
BOCA RATON, FL. 33487

Title: MGRM
LOREEN SMOLLA
8261 NW 8TH WAY
BOCA RATON, FL. 33487

L10000070686
FILED 8:00 AM
July 02, 2010
Sec. Of State
nculligan

Article VI

The effective date for this Limited Liability Company shall be:

06/30/2010

Signature of member or an authorized representative of a member

Signature: WILLIAM J HODGE JR