

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

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FILED 8:00 AM
November 15, 2010
Sec. Of State
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Article I

The name of the Limited Liability Company is:

PBG FITNESS LLC

Article II

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

4755 PGA BOULEVARD
PALM BEACH GARDENS, FL. US 33418

The mailing address of the Limited Liability Company is:

160 ATLANTIC AVE
MARBLEHEAD, MA. US 01945

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:

MICHAEL WALSH
2530 LA LIQUE CIRCLE
PALM BEACH GARDENS, FL. 33410

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: MICHAEL WALSH

Article V

The name and address of managing members/managers are:

Title: MGRM
MARK A TREMBLAY
160 ATLANTIC AVE
MARBLEHEAD, MA. 01945 US

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Article VI

The effective date for this Limited Liability Company shall be:

11/15/2010

Signature of member or an authorized representative of a member

Signature: MARK TREMBLAY