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## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bodyworks Health and Wellness Center, LLC

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\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

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*Articles of Organization of Bodyworks Health and Wellness Center, LLC*

**ARTICLES OF ORGANIZATION  
OF  
Bodyworks Health and Wellness Center, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be Bodyworks Health and Wellness Center, LLC ("Company").

**ARTICLE II -- ADDRESS**

The mailing address of the Company shall be 1009 Centerbrook Drive, Brandon, Florida 33511. The street address of the principal office and shall be 1009 Centerbrook Drive, Brandon, Florida 33511.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Charles Chiarenza, 1009 Centerbrook Drive, Brandon, Florida 33511.

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property as set forth in the Operating Agreement.

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members, as provided in the Operating Agreement.

**ARTICLE VII -- ADMISSION OF NEW MEMBERS**

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her

Articles of Organization of Bodyworks Health and Wellness Center, LLC

interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VIII -- TERMINATION OF EXISTENCE**

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

**ARTICLE IX -- MANAGEMENT**

The Company shall be managed by managers in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial managers of the Company are as follows:

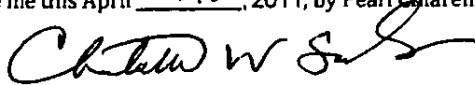
NAME	ADDRESS
Pearl Chiarenza	1009 Centerbrook Drive Brandon, Florida 33511
Charles Chiarenza	1009 Centerbrook Drive Brandon, Florida 33511

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Lakeland, Florida, on this April 26, 2011.

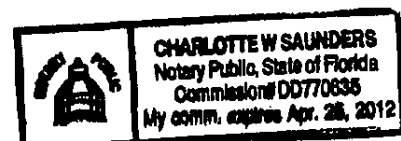
  
\_\_\_\_\_  
Pearl Chiarenza, Managing Member

STATE OF FLORIDA  
COUNTY OF Hillsborough

Sworn to (or affirmed) and subscribed before me this April 26th, 2011, by Pearl Chiarenza.

  
\_\_\_\_\_  
Notary Public -- State of Florida  
Print, Type, or Stamp  
Commissioned Name of Notary Public

Personally Known \_\_\_\_\_  
OR Produced Identification \_\_\_\_\_  
Type of Identification Produced FLA exp. 10/20/12



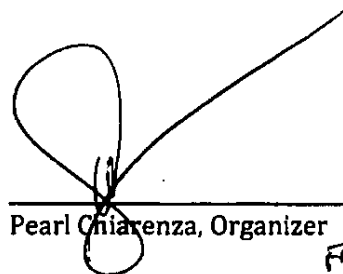
Articles of Organization of Bodyworks Health and Wellness Center, LLC

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTER OFFICE**

Under the provisions of F.S. 608.415 the Bodyworks Health and Wellness Center, LLC submits the following statement to designate a registered office and registered agent in the state of Florida.

1. The name of the limited liability company in Bodyworks Health and Wellness Center, LLC.
2. The name and address of the registered agent in Florida are:

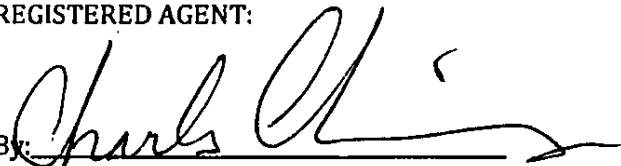
Charles Chiarenza  
1009 Centerbrook Drive  
Brandon, Florida 33511

  
\_\_\_\_\_  
Pearl Chiarenza, Organizer  
FLDL EXP. 10/20/12

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the corporation named in the articles of organization of Bodyworks Health and Wellness Center, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of the position of registered agent.

REGISTERED AGENT:

By:   
\_\_\_\_\_  
Charles Chiarenza  
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