

L120VVU12179

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

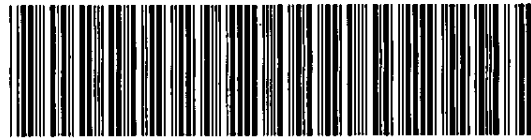
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JAN 26 2012

EXAMINER



400218732254

01/26/12--01002--005 \*\*125.00

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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12 JAN 25 PM 4:35

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: Kim Weidenbach  
DATE: 01/25/12  
REF. #: 000380.160755  
CORP. NAME: THE MIAMI GYM RATS, LLC

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DIVISION OF CORPORATIONS  
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- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |   |
| <input type="checkbox"/> OTHER:                      |   |   |

STATE FEES PREPAID WITH CHECK# 543109 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

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| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
THE MIAMI GYM RATS, LLC,  
A FLORIDA LIMITED LIABILITY COMPANY**

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12 JAN 25 AM 9:10 L

**ARTICLE I. NAME**

The name of the limited liability company is THE MIAMI GYM RATS, LLC (the "Limited Liability Company").

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 8865 SW 41st Terrace, Miami, Florida 33165.

**ARTICLE III.**

**REGISTERED AGENT, OFFICE AND REGISTERED AGENT'S SIGNATURE**

The name and Florida street address of the Limited Liability Company's registered agent are as follows:

Clayton E. Parker, Esq.  
c/o K&L Gates LLP  
200 South Biscayne Boulevard, 39<sup>th</sup> Floor  
Miami, Florida 33131

Having been named as registered agent to accept service of process for the 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 as provided for in Chapter 608 of the Florida Statutes.

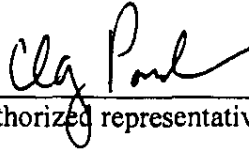
  
\_\_\_\_\_

Date: January 25, 2012

**ARTICLE IV. MANAGEMENT**

The Limited Liability Company shall be managed by its managers. The name and addresses of the initial manager of the Limited Liability Company are as follows:

Charles Zies  
8865 SW 41st Terrace  
Miami, Florida 33165



\_\_\_\_\_  
Signature of authorized representative of a member

Printed Name: Clayton E. Parker, Authorized Representative

Date: January 25, 2012

In accordance with Section 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.