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FLORIDA LIMITED LIABILITY CO. ARMSTRONG FITNESS, LLC

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JUN 05 2014

S. YOUNG

From: Nicole Rubenstein Fax: (954) 251-0067

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ARTICLES OF ORGANIZATION

OF

ARMSTRONG FITNESS, LLC

ARTICLE I - NAME

The name of this Limited Liability Company is ARMSTRONG FITNESS, LLC.

ARTICLE II - EXISTENCE

The existence of this Company shall commence on the day of filing these Articles of Organization. The duration of the Company shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The Company's principal office shall initially be located at 3751 Solana Road, Miami, Florida 33133-6144. The Company's mailing address shall, initially, be located at the same address.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company and the name of the initial registered agent of this Company at such address are as follows:

STREET ADDRESS OF

REGISTERED AGENT REGISTERED OFFICE

Nicole T. Armstrong 3751 Solana Road

Miami, Florida 33133-6144

ARTICLE V - MANAGEMENT

The Company shall be a manager managed limited liability company. The initial managers are:

MANAGER ADDRESS

Morgan Armstrong 3751 Solana Road

Miami, Florida 33133-6144

Nicole T. Armstrong 3751 Solana Road

Miami, Florida 33133-6144

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In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, I hereby accept the appointment as registered agent and agree to act in that 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 Florida Statutes, Chapter 605.

EXCERCABLISECT ASSAURANCE BY ARRIVATION WHI