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FLORIDA LIMITED LIABILITY CO. PENSACOLA PILATES, LLC

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ARTICLES OF ORGANIZATION OF PENSACOLA PILATES, LLC

The undersigned, J. Mort O'Sullivan, III, a natural person competent to contract and a member of PENSACOLA PILATES, LLC, hereby presents these Articles of Organization as the Articles of Organization of Pensacola Pilates, LLC, a limited liability company formed under the provisions of Chapter 605, Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company is Pensacola Pilates, LLC. This limited liability company is referred to in these Articles of Organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the Company's initial principal office is 730 Bayfront Parkway, Suite V, Pensacola, FL 32502. The Company's principal office may hereafter be at such other place or places as its members from time to time may determine.

<u>ARTICLE III - PURPOSE AND POWERS</u>

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, Florida Statutes.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be the date these Articles of Organization are filed with the Florida Department of State. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The registered office of the Company is 407 Bayshore Dr., Pensacola, FL 32507, and the name of the registered agent at that address is J. Mort O'Sullivan, III.

ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager in accordance with the terms of the Operating Agreement of the Company. The name and address of the initial manager of the Company is as follows:

Ellis Bullock 730 Bayfront Parkway, Suite V Pensacola, FL 32502 IN WITNESS WHEREOF, The undersigned member of the Company has executed these Articles of Organization on the date set forth below.

MEMBER:

J. MORT O'SULLIVAN. III

Date:

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Pensacola Pilates, LLC. I am familiar with and accept the duties and obligations of such designation.

J. MORIT O'SULLIVAN HI

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