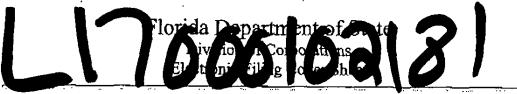
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ARTICLES OF ORGANIZATION OF STADIUM STATUS FITNESS, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein is have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

ARTICLE I NAME

The name of the Company shall be: STADIUM STATUS FITNESS, LLC.

ARTICLE II ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is 1411 Merry Water Drive, Lutz, Florida 33548.

ARTICLE III MANAGEMENT

The Company shall be manager-managed. The initial manager is KAMERION D. WIMBLEY, whose address is 1411 Merry Water Drive, Lutz, Florida 33548.

ARTICLE IV REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is, and the name of its initial registered agent is KAMERION D. WIMBLEY. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 605:0014, Florida Statutes.

ARTICLE V ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of STADIUM STATUS FITNESS, LLC. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

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ARTICLES OF ORGANIZATION OF STADIUM STATUS FITNESS, LLC

PAGE 2

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this

KAMERION D. WIMBLEY, Authorized Agent

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of STADIUM STATUS FITNESS, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 605.0113, Florida Stantes.

EXECUTED this 5 day of _

KAMERION D. WIMBLE