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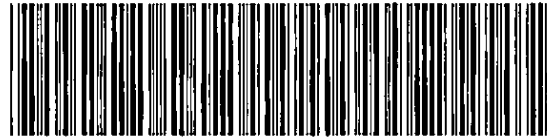
(Business Entity Name)

(Document Number)

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47 OCT 17 PM 4:29

FILED

2007 OCT 17 AM 10:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Merger

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 871639 4612432

AUTHORIZATION :

COST LIMIT : \$ 60.00



ORDER DATE : October 17, 2017

ORDER TIME : 3:37 PM

ORDER NO. : 871639-005

CUSTOMER NO: 4612432

ARTICLES OF MERGER

AMERICAN FITNESS PROFESSIONALS
AND ASSOCIATES, INC.

INTO

AMERICAN FITNESS
PROFESSIONALS AND ASSOCIATES,
LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY

CONTACT PERSON: Roxanne Turner

EXAMINER'S INITIALS: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: American Fitness Professionals & Associates, LLC
Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Mark Occhipinti

Contact Person

American Fitness Professionals & Associates, LLC

Firm/Company

P.O. Box 3319

Address

Sarasota, FL 34230

City, State and Zip Code

afpa@afpafitness.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark Occhipinti at (609) 978-7583

Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

ARTICLES OF MERGER
for

AMERICAN FITNESS PROFESSIONALS AND ASSOCIATES, INC.,
a New Jersey Corporation,

with and into

AMERICAN FITNESS PROFESSIONALS AND ASSOCIATES, LLC,
a Florida Limited Liability Company

FILED

2017 OCT 17 A 10:43
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The following Articles of Merger is submitted to merge AMERICAN FITNESS PROFESSIONALS AND ASSOCIATES, INC., a New Jersey corporation (the "Disappearing Corporation"), and AMERICAN FITNESS PROFESSIONALS AND ASSOCIATES, LLC, a Florida limited liability company (the "Surviving Company"), in accordance with Section 605.1025, Florida Statutes.

FIRST: The exact name, entity type and jurisdiction for each merging party are as follows:

<u>Name:</u>	<u>Type:</u>	<u>Jurisdiction:</u>
American Fitness Professionals and Associates, LLC	Limited Liability Company	Florida
American Fitness Professionals and Associates, Inc.	Corporation	New Jersey

SECOND: The exact name, entity type and jurisdiction for the surviving party is:

American Fitness Professionals and Associates, LLC, a Florida limited liability company.

THIRD: (a) The Agreement and Plan of Merger was approved by the Surviving Company, which is a domestic limited liability company, in accordance with the applicable provisions of Sections 605.1021-605.1026, Florida Statutes, and by each member of the Surviving Company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b), Florida Statutes.


(b) The Agreement and Plan of Merger was approved by the Disappearing Corporation that is party to the merger in accordance with the applicable laws of the State of New Jersey, under which such other business entity is formed.

FOURTH: The Surviving Company exists before the merger and is a domestic filing entity, and there are no amendments to its public organic record due to the Agreement and Plan of Merger or the filing of these Articles of Merger.

FIFTH: The Surviving Entity agrees to pay any members with appraisal rights, in the amount to which members are entitled under sections 605.1006 and 605.1061-605.1072, Florida Statutes.

SIXTH: The effective date of the merger shall be the date of filing of these Articles of Merger.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this Certificate has been duly executed on this 

day of October, 2017.

AMERICAN FITNESS PROFESSIONALS
AND ASSOCIATES, INC.
(a New Jersey corporation)

By: 

Name: Mark Occhipinti

Title: President

AMERICAN FITNESS PROFESSIONALS
AND ASSOCIATES, LLC
(a Florida Limited Liability Company)

By: 

Name: Mark Occhipinti

Title: Member