

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-220-0000  
904-220-0000

800-142-8000



*L950000341*

ACCOUNT NO. : 072100000032

REFERENCE : 589784 5642A

AUTHORIZATION *Patricia Pysit*

COST LIMIT : \$ 285.00

ORDER DATE : May 2, 1995

ORDER TIME : 10:57 AM

ORDER NO. : 589784

900001471339

CUSTOMER NO: 5642A

CUSTOMER: Greg Blodig, Esq  
GOLDBERG & YOUNG, P.A.

1630 North Federal Highway

Fort Lauderdale, FL 33305

DOMESTIC FILING

NAME: FIT SHOPPES II, L.C.

FILED  
95 MAY -3 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
☒ CERTIFICATE OF LIMITED PARTNERSHIP *Liability*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrana Randolph

EXAMINER'S INITIALS:

*T. BROWN*  
MAY - 3 1995

*W95-9299*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 3, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: FIT SHOPPES II, L.C.  
Ref. Number: W95000009299

We have received your document for FIT SHOPPES II, L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The total amount of cash or property anticipated to be contributed by the members should be the totals of number 2 and 3 on the affidavit. Please correct number 4 on the affidavit.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 595A00021316

ARTICLES OF ORGANIZATION  
OF  
FIT SHOPPES II, L.C.

FILED  
95 MAY -3 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned member desires to form a limited liability company pursuant to Florida Statutes as hereinafter set forth.

II. PURPOSE

This limited liability company is created and conducted for the purpose of engaging in any lawful business.

III. NAME; PLACE OF BUSINESS

(a) Name. The name of this limited liability company shall be FIT SHOPPES II, L.C.

(b) Place of Business. The principal place of business of the limited liability company shall be 445 Ashwood Place, Boca Raton, Florida 33431, and such other place or places as may be agreed on by the members.

IV. DURATION

This limited liability company shall commence on the filing of these Articles with the Department of State, and continue for a period of 29 years from the above date, or until dissolved by the members herein as set forth in Article XII of these Articles of Organization.

#### V. CAPITAL CONTRIBUTION

(a) Initial Capital. The initial capital of this limited liability company shall consist of the sum of FIVE HUNDRED DOLLARS (\$500.00), to be contributed by the members in the amounts set forth below:

LESLIE M. HILL	\$242.25
SHARON PORTER	\$232.75
SANDRA CAMPBELL	\$25.00

(b) Additional Contributions. No additional contributions have been agreed to be made by the members.

#### VI. PROPERTY

The title to all limited liability company property shall be held in the name of the limited liability company.

#### VII. MANAGEMENT OF BUSINESS

The limited liability company is to be managed by managers. The names and addresses of the initial managers of the limited liability company who are to serve as managers until the first annual meeting of members or until their successors are elected and qualify are:

LESLIE M. HILL  
445 Ashwood Place  
Boca Raton, Florida 33431

SHARON PORTER  
445 Ashwood Place  
Boca Raton, Florida 33431

SANDRA CAMPBELL  
445 Ashwood Place  
Boca Raton, Florida 33431

#### VIII. MEETINGS OF MEMBERS

Without call or notice, the members shall hold regular annual meetings at times and places to be selected by members. In addition, special meetings may be called by any member at any time after the giving of five (5) days' notice to the other members. Notice of special meetings shall be by actual notice in person or by telephone to each member. The attendance of any member at a meeting constitutes a waiver of notice of such meeting except in the event that a member attends a meeting and protests the lack of notice to such member. Minutes shall be made of the regular and special meetings of the limited liability company.

#### IX. ACCOUNTING MATTERS

Books of Account. Books of account shall be kept by the members, and proper entries made therein of all the sales, purchases, receipts, payments, engagements, transactions, and property of the limited liability company.

#### X. TRANSFERABILITY OF INTEREST

No member shall sell, assign, hypothecate, or otherwise transfer his or her interest in the limited liability company, whether voluntarily or involuntarily, without the consent of all the other members.

#### XI. ADMISSION OF MEMBERS

The admission of new members shall be only by the unanimous vote of the members.

## XII. DISSOLUTION

Causes of Dissolution. The limited liability company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or other event under law which terminates the continued membership of a member in a limited liability company, unless the business of the company is continued by the unanimous agreement of all remaining members.

## XIII. NOTICES TO MEMBERS

All notices to the members pursuant to these Articles shall be in writing and shall be deemed effective when given by personal delivery or by certified mail, return receipt requested.

## XIV. REGISTERED AGENT

The Initial Registered Agent for this limited liability company shall be GREGORY J. BLODIG, ESQ., Goldberg & Young, P.A., 1630 North Federal Highway, Fort Lauderdale, Florida 33305.

## XV. AMENDMENTS

These Articles, except with respect to vested rights of the members, may be amended at any time by vote by the unanimous consent of the members, and such amendments shall be filed with the Department of State.

IN WITNESS WHEREOF, LESLIE M. HILL, as Member, has executed these Articles of Organization this 1 day of May, 1995.

WITNESSES:

Greg Blodig  
Carol Skominski

Leslie M. Hill  
LESLIE M. HILL, Member

STATE OF FLORIDA

**SS:**

COUNTY OF

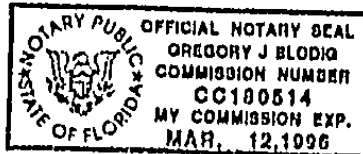
The foregoing instrument was acknowledged before me this 1  
day of May, 1995, by LESLIE M. HILL.

(SIGNATURE OF NOTARY PUBLIC, STATE OF FLORIDA)

(Print, type or stamp Commission Name of  
Notary Public)

Personally known ✓ or produced identification           

Type of identification produced: \_\_\_\_\_



AFFIDAVIT

STATE OF FLORIDA       )  
                                  SS.:  
COUNTY OF BROWARD    )

The undersigned member of Fit Shoppes II, L.C. heroby  
states under oath the following with respect to Fit Shoppes II,  
L.C.:

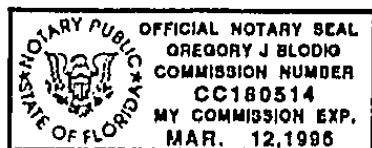
1. Fit Shoppes II, L.C. has at least two members;
2. The amount of cash to be contributed by the members  
is \$500.00;
3. No property other than cash is anticipated to be  
contributed by the members; and
4. The amount anticipated to be contributed by the  
members to the Company is 500.00

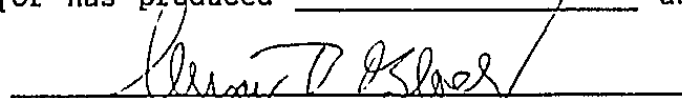
FURTHER AFFIANT SAYETH NAUGHT.

  
\_\_\_\_\_  
LESLIE M. HILL

STATE OF FLORIDA       )  
                                  )  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this  
1 day of May, 1995, by LESLIE M. HILL, who is  
personally known to me [or has produced \_\_\_\_\_ as  
identification].



  
\_\_\_\_\_  
(SIGNATURE OF PERSON TAKING  
ACKNOWLEDGEMENT)

\_\_\_\_\_  
(Name of acknowledger, typed, printed or  
stamped)

\_\_\_\_\_  
(Title or rank (serial number, if any)

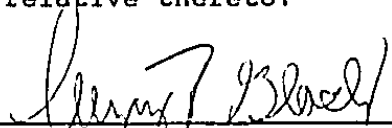


CERTIFICATE OF DESIGNATION AND ACCEPTANCE  
OF  
REGISTERED AGENT

FILED  
95 MAY -3 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIT SHOPPES II L.C., desiring to organize pursuant to Florida Statutes, with its registered office, as indicated in its Articles of Organization in the City of Fort Lauderdale, County of Broward, State of Florida, has named GREGORY J. BLODIG, ESQ., located at Goldberg & Young, P.A., 1630 North Federal Highway, Fort Lauderdale, County of Broward, Florida 33305, as its registered agent within the state.

Having been named registered agent for the above stated limited liability company at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative thereto.

  
\_\_\_\_\_  
GREGORY J. BLODIG