

L98000002167

LAW OFFICES

MICHAEL H. MALE

PROFESSIONAL ASSOCIATION

SUITE 303

3250 MARY STREET

MIAMI, FLORIDA 33133

TELEPHONE (305) 443-5600

TELECOPIER (305) 443-6624

October 6, 1998

PLEASE REFER
TO FILE NO.

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Balanced Body - Miami, L.L.C.

400002657724--3
-10/07/98--01064--001
****337.50 ****337.50

Dear Sir:

I am enclosing original and a copy of the Articles of Organization for the above referenced limited liability company, together with my check in the sum of \$337.50 to cover the cost of filing and a certified copy.

Sincerely yours,



Michael H. Male

CM

MHM/ow
Enclosures

FILED
OCT-7 AM 8:21
TALLAHASSEE, FL 32314

ARTICLES OF ORGANIZATION
OF
BALANCED BODY - MIAMI, L.L.C.

The undersigned subscribing members to these Articles of Organization, hereby form a Limited Liability Company ("LLC") under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Limited Liability Company is Balanced Body-Miami, L.L.C.

ARTICLE II

DURATION AND COMMENCEMENT OF EXISTENCE

The existence of the Limited Liability Company shall commence upon the date of execution hereof. The Limited Liability Company shall exist for thirty (30) years from the such date unless sooner terminated as provided herein.

ARTICLE III

PURPOSE

This Limited Liability Company is organized for the purpose of transacting any and all lawful business authorized to Limited Liability Companies organized in Florida.

FILED
OCT - 7 AM 8:21
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address of the Limited Liability Company is 1241 Andalusia Avenue, Coral Gables, Florida 33134.

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Michael H. Male. The street address of the initial registered office of the corporation in the State of Florida is 3250 Mary Street, Miami, Florida 33133.

ARTICLE VI

CAPITAL

The capital of the Limited Liability Company is \$500.00 which shall be paid entirely in cash. Additional capital contributions are not required, but may be made in accordance with the terms of the Agreement of Operation of Balanced Body - Miami, L.L.C., as it may be amended from time to time.

ARTICLE VII

ADMISSION OF NEW MEMBERS

The admission of new Members shall be as provided in the Agreement of Operation of the Limited Liability Company.

FILED
56 OCT -7 AM 8:21
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE VIII

RIGHT TO CONTINUE BUSINESS

The remaining Members of the Limited Liability Company shall have the right to continue the business upon the dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company shall be as provided in the Agreement of Operation of the Limited Liability Company.

ARTICLE IX

MANAGEMENT

The Limited Liability Company shall be managed by the Managing Member, Brent Anderson, whose address is 1241 Andalusia Avenue, Coral Gables, Florida 33134, until the first meeting of members or until his successor is elected and qualified.

IN WITNESS WHEREOF, the undersigned subscribing members have executed these Articles of Organization effective this 6th day of October, 1998.



SHELLY A. POWER

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

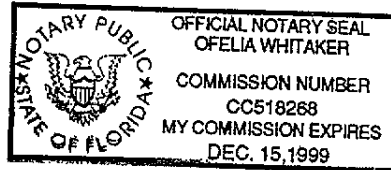
BEFORE ME, personally appeared SHELLY A. POWER, to me personally known, and who did acknowledge to me that she executed the foregoing Articles of Organization of Balanced Body - Miami, L.L.C., a Florida limited liability company.

FILED
OCT - 7 AM 8:21
CLERK OF CIRCUIT COURT
MIAMI-DADE COUNTY
FLORIDA

WITNESS my hand and official seal this 6th day of October,
1998.

My commission expires:

Ofelia Whitaker
Notary Public



FILED
98 OCT -7 AM 8:21
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBER

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

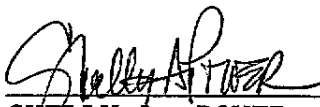
The undersigned Affiant, Shelly A. Power, a Member of Balanced Body - Miami, L.L.C., hereby deposes and says:

1. The Company has at least one member.
2. The amount of cash contributed and anticipated to be contributed by the members is \$500.00, as follows:

<u>Name of Member</u>	<u>Amount Anticipated to be Contributed</u>
Brent D. Anderson	\$ 250.00
Shelly A. Power	\$ 250.00

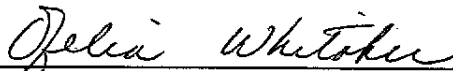
3. That no property has been contributed.

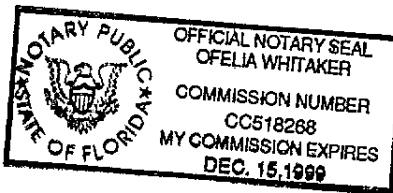
FURTHER AFFIANT SAYETH NAUGHT.


SHELLY A. POWER

BEFORE ME, personally appeared SHELLY A. POWER, to me personally known who acknowledged to me that she executed the foregoing Affidavit and did not take an oath.

WITNESS my hand and official seal this 6th day of October, 1998.


Notary Public, State of Florida



**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE OF REGISTERED AGENT**

Balanced Body - Miami, L.L.C., a Florida limited liability company, desiring to organize as a Limited Liability Company pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Organization, in the City of Miami, County of Miami-Dade, State of Florida, has named Michael H. Male, located at 3250 Mary Street, Suite 303, Miami, Florida 33133, as its registered agent within the State.

Having been named registered agent for the above-stated Limited Liability Company at place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

Michael H. Male

By: 

Print Name: Michael H. Male

Dated: October 6, 1998

FILED
98 OCT -7 AM 8:21
TALLAHASSEE, FLORIDA