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Daryl B. Cramer, P.A.
Attorneys At Law

Daryl B. Cramer
Paul E. Ghougasian

Northbridge Centre
515 North Flagler Drive, Suite 910
West Palm Beach, FL 33401-4325
Tel 561.659.7005
Fax 561.659.0701

Miami Office
Tel 305.445.0707
Fax 305.445.2728

Federal I.D. #65-0566225

September 10, 1998

Florida Department of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: Unlimited Performance, L.L.C.

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-09/16/98--01076--004
****337.50 ****337.50

Dear Sir/Madam:

Enclosed please find, in duplicate, original executed Articles of Organization of Unlimited Performance, L.L.C., with attached Affidavit of Membership and Contribution and Certificate Designating Registered Agent and Registered Office. Also enclosed is a check in the amount of \$337.50 payable to the Florida Department of State to cover the filing fee, designation of registered agent and one certified copy.

Please file the enclosed documents immediately and return the certified copy in the envelope provided herewith. In the event you have any questions or need any additional information to complete the filing, please contact me immediately.

Very truly yours,

Daryl B. Cramer

Name	9/17/98
Availability	10/29/98 dec
Document	DBC/rk
Examiner	Ms. Jessica Parnevik Muth
Updater	
Updater	
Verifier	
Acknowledgement	DCC
W. P. Verifier	DCC

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

W98000021241

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DARYL B. CRAMER, P.A.
Attorneys At Law

Daryl B. Cramer
Sylvia L. Wenger

Northbridge Centre
515 North Flagler Drive, Suite 910
West Palm Beach, FL 33401-4325
Tel 561.659.7005
Fax 561.659.0701

Miami Office
Tel 305.445.0707
Fax 305.445.2728
www.cramerlaw.com

October 28, 1998

Florida Department of State
Attn: Ms. Diane Cushing
Corporate Specialist
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: *Unlimited Performance, L.L.C.*
Letter Number: 698A00047086

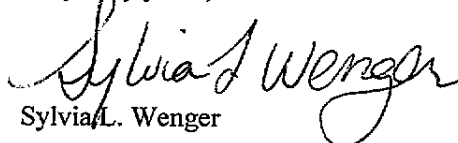
Dear Ms. Cushing:

We have received your letter dated September 17, 1998 informing us that the Articles of Organization for the above-referenced company could not be filed because the name Unlimited Performance, L.L.C. was unavailable pursuant to section 608.406(4), Florida Statutes. As you requested, we have selected a new name for the company. Accordingly, enclosed please find, in duplicate, original executed Articles of Organization of WORK OUT YOUR SWING, L.L.C., with attached Affidavit of Membership and Contribution and Certificate Designating Registered Agent and Registered Office.

On September 10, 1998, we sent a check in the amount of \$337.50 payable to the Florida Department of State to cover the filing fee, designation of registered agent and one certified copy of the Articles of Organization of Unlimited Performance, L.L.C. Please apply that payment in the same manner previously requested for the filing of Work Out Your Swing, L.L.C.

Please file the enclosed documents immediately and return the certified copy in the envelope provided herewith. In the event you have any questions or need any additional information to complete the filing, please contact me immediately.

Very truly yours,


Sylvia L. Wenger

SLW/rk

cc: Ms. Jessica Parnevik Muth



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 17, 1998

DARYL B. CRAMER
NORTHBRIDGE CENTRE
515 NORTH FLAGLER DRIVE, SUITE 910
WEST PALM BEACH, FL 33401-4325

SUBJECT: UNLIMITED PERFORMANCE, L.L.C.
Ref. Number: W98000021241

We have received your document for UNLIMITED PERFORMANCE, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 698A00047086

**ARTICLES OF ORGANIZATION
OF
WORK OUT YOUR SWING, L.L.C.**

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DIVISION
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The undersigned hereby establishes the following for the purpose of forming a limited liability company under Chapter 608, Florida Statutes, the Florida Limited Liability Company Act.

**ARTICLE I
NAME**

The name of this limited liability company shall be WORK OUT YOUR SWING, L.L.C. (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Company is c/o Daryl B. Cramer, P.A., Northbridge Centre, 515 North Flagler Drive, Suite 910, West Palm Beach, Florida 33401-4325.

**ARTICLE III
DURATION**

This Company shall have perpetual duration unless sooner dissolved by law.

**ARTICLE IV
MANAGEMENT**

The management of the Company shall be vested in a manager. The Company shall have one (1) manager initially. The number of managers may either be increased or decreased from time to time pursuant to the regulations and operating agreement of the Company. The name and address of the initial manager of the Company is as follows:

Jessica Parnevik Muth
187 Commodore Drive
Jupiter, FL 33477

**ARTICLE V
ADDITIONAL MEMBERS**

The Company may admit additional members as provided in the regulations and operating agreement of the Company.

**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial registered agent of the Company is Daryl B. Cramer, P.A. The street address of the initial registered agent is Northbridge Centre, 515 North Flagler Drive, Suite 910, West Palm Beach, Florida 33401-4325.

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**ARTICLE VII
RIGHT OF REMAINING MEMBERS TO CONTINUE BUSINESS**

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless, within ninety (90) days of the happening of such event, the remaining members of the Company holding a majority of the interests in the Company (excluding the interests of the terminated member) consent to continue the business of the Company.

**ARTICLE VIII
REGULATIONS**

The power to adopt, alter, amend or repeal the regulations and operating agreement of the Company shall be vested in the members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 28th day of October, 1998.


JESSICA PARNEVIK MUTH, Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned member or authorized representative of a member of WORK OUT YOUR SWING, L.L.C., a Florida limited liability company (the "Company") hereby certifies under penalties of perjury that:

1. The Company has at least one member.
2. The total amount of cash contributed by the members is \$1,000.
3. The agreed value of property other than cash contributed by the members, if any, is \$-0-. A description of any such property is attached hereto and incorporated herein by reference.
4. The total amount of cash and property contributed and anticipated to be contributed by the members is \$10,000.

Jessica Parnevik Muth.
JESSICA PARNEVIK MUTH, Member

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

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DIVISION OF CORPORATIONS
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PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT WORK OUT YOUR SWING, L.L.C., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICE
BEING C/O DARYL B. CRAMER, P.A., NORTHBRIDGE CENTRE, 515 NORTH FLAGLER
DRIVE, SUITE 910, WEST PALM BEACH, FLORIDA 33401-4325 HAS NAMED DARYL B.
CRAMER, P.A. LOCATED AT NORTHBRIDGE CENTRE, 515 NORTH FLAGLER DRIVE,
SUITE 910, WEST PALM BEACH, FLORIDA 33401-4325 AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.


Dated: October 21, 1998


JESSICA PARNEVIK MUTH, Manager

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DARYL B. CRAMER, P.A.

Dated: October 21, 1998

By: 
Daryl B. Cramer, President