

LAW OFFICE OF
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MICHAEL S. MINOT

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November 5, 1999

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-11/12/99--01114--013
****155.00 ****155.00

RE: Fitness Shack, L.L.C.

Dear Sir or Madam,

Enclosed please find the original and one copy of the Articles of Organization for Fitness Shack, L.L.C.

Kindly have the enclosed Articles filed immediately and return a certified copy of the Articles of Organization to my office in the enclosed envelope. Also enclosed is a check payable to the Florida Department of Revenue in the amount of \$155.00 for the certified copy and filing fees.

If any further information is required, please do not hesitate to contact me at your earliest convenience. Thank you for your assistance.

Very truly yours,

Michael S. Minot,

MSM/sa
Enclosures
Ws2/hess/ltr to DOS

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
3

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ARTICLES OF ORGANIZATION
OF
FITNESS SHACK, L.L.C.

ARTICLE I - NAME

The name of this Limited Liability Company is FITNESS SHACK,
L.L.C.

ARTICLE II - DURATION

The Limited Liability Company shall exist perpetually.

ARTICLE III - ADDRESSES

This Limited Liability Company is located at:

2994 Pebble Creek Street
Melbourne, Florida 32935

This Limited Liability Company has a mailing address of:
2994 Pebble Creek Street
Melbourne, Florida 32935

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
Limited Liability Company is 2994 Pebble Creek Street, Melbourne,
Florida 32935 with the same mailing address. The name of the
initial registered agent of this Limited Liability Company is
Colleen Hess with a mailing address of 2994 Pebble Creek Street,
Melbourne, Florida 32935.

ARTICLE V - INITIAL MEMBERS

The number of persons constituting the initial members shall
be one and her name and address are as follows:

Colleen Hess
2994 Pebble Creek Street
Melbourne, Florida 32935

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE VI - ADDITIONAL MEMBERS

The qualification of additional members and the manner of their admission shall be as regulated by the Initial Member.

ARTICLE VII - MANAGEMENT

The Management of this Limited Liability Company shall be reserved to the Initial Member whose name and address are as listed above.

IN WITNESS WHEREOF, the undersigned hereby states that she is the Initial Member of the above Limited Liability Company, has executed these Articles of Organization this 5th day of November, 1999.

[Signature]
Witness

[Signature]
Witness

Colleen Hess
COLLEEN HESS

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared Colleen Hess who produced a Florida Driver's License as identification and known to me to be the Initial Member of this Articles of Organization, and he acknowledged to and before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 5th day of November, 1999.

[Signature]
Notary Public, State of Florida
My Commission Expires:



Thomas Minot
MY COMMISSION # CC696183 EXPIRES
November 13, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

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TALAHASSEE, FLORIDA

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Acceptance of Registered Agent

I hereby am familiar with and accept the duties and responsibilities of the Registered Agent of Fitness Shack, L.L.C.

Signed this 5th day of November, 1999.

Colleen Hess

Colleen Hess

Registered Agent,
Fitness Shack, L.L.C.

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared, Colleen Hess, who produced a Florida Driver's License as identification, and known to me to be the Registered Agent of this Limited Liability Company and she acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 5th day of November, 1999.

Thomas Minot
Notary Public
State of Florida
My Commission Expires:



Thomas Minot
MY COMMISSION # CC696183 EXPIRES
November 13, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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