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Florida Department of State

Florida Department of State

Division of Corporations
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TO:

Division of Corporations
Fax Number : (850) 922-4003

From: Angie Calabrese

Account Name : AKERMAN, SENTERPITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305) 374-5600
Fax Number : (305) 374-5095

Dear Filing Officer:

GERVASPORT SL is a Limited Liability Company. The type of entity is not specified in the Certificate of Good Standing but in its Articles of Incorporation, which are currently available in Spanish language.

FOREIGN LIMITED LIABILITY COMPANY

GERVASPORT SL

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

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Name	JL
Availability	L7-18
Room No.	
Date	
Time	
Remarks	
Acknowledgment	
W. P. Verlyer	

FAX AUDIT No.H00000037540

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:**

1. The name of foreign limited liability company is GERVASPORT SL.
2. The jurisdiction under the law of which foreign limited liability company is organized is Madrid, Spain.
3. The foreign limited liability company does not have a Federal Employer Identification number.
4. The date of organization is May 18, 1989.
5. The duration is perpetual.
6. The date first transacted business in Florida is upon qualification.
7. The street address of principal office is c/o Barbara Ferrer, Akerman, Senterfitt & Eidson, P.A., One S.E. 3rd Avenue, 28th Floor, Miami, Florida 33131.
8. The limited liability company is a manager-managed company.
9. The usual business addresses of the manager is c/o Barbara Ferrer, Akerman, Senterfitt & Eidson, P.A., One S.E. 3rd Avenue, 28th Floor, Miami, Florida 33131.
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized, accompanied with a translation of the certificate under oath of the translator.
11. The purposes to be conducted or promoted in Florida are to manufacture, sale, import and export all types of gym equipment and material for physioculturism activities and for the practice of all type of sport activities. It may also carry on business to explote and mstall gyms, sport and estetic centers and gym equipment

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TALLAHASSEE, FLORIDA



Gervasio Collar Ordas
Signature of an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

1. The name of the Limited Liability Company is:

GERVASPORT SL

2. The name and the Florida street address of the registered agent and office are:

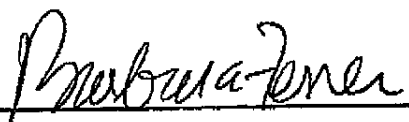
BARBARA FERRER
c/o Akerman, Senterfitt & Eidson, P.A.
One S.E. 3rd Avenue
28th Floor
Miami, Florida 33131

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Having been named as registered agent and 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 as provided for in Chapter 608, F.S.



Barbara Ferrer

Date: July 3, 2000

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EL QUE SUSCRIBE REGISTRADOR MERCANTIL DE MADRID

CERTIFICO: QUE a petición expresa de "GERVASPORT SL", solicitando certificación de la sociedad "GERVASPORT SL" en la que se haga constar su inscripción y vigencia; he examinado los libros del Archivo de este Registro de mi cargo, de los cuales resulta:

PRIMERO: Que en la inscripción 1 de la hoja 15729, actual M-213415, folio 123 del tomo 10197, libro 1073, sección 4, extendida el 4 de junio de 1990, en virtud de primera copia de escritura otorgada en Madrid el 18 de mayo de 1990, ante su notario José Luis Crespo Rneu, núm. 1745; consta inscrita la sociedad denominada "GERVASPORT SL", la cual fue constituida mediante dicha escritura.

SEGUNDO: Y que en la propia hoja no figura inscrita la Disolución ni Liquidación de la sociedad de la que se certifica, por lo que continua vigente según el Registro, estando la misma adaptada a la Ley 2/1995.

Y para que conste y no existiendo en el libro Diario asiento alguno pendiente de inscripción que se refiera a los particulares de los que se certifica, expido la presente y la firmo en Madrid a cinco de julio de dos mil.

EL REGISTRADOR00 JUL 18 PM 12:08
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ALLAHASSEE, FLORIDA

Presentada en el Libro Diario de certificaciones con el asiento número 7026/2000
Hons. s/m.

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[TRANSLATION]

THE UNDERSIGNED MERCANTILE REGISTRAR OF MADRID

CERTIFIES: THAT attending to specific request from "GERVASPORT SL", asking for a certification on behalf of "GERVASPORT SL" to confirm its registration and good standing, I have examined the Archive books of this Registry under my supervision, with the following results:

FIRST: That in registration 1 of page 15729, current M-213415, folio 123, volume 10197, book 1073, section 4, issued on June 4, 1990, which contains a first copy of public instrument issued in Madrid on May 18, 1990 before Notary Jose Luis Crespo Rmeu, number 1745, is registered the company by the name of "GERVASPORT SL", which incorporation was carried out by means of a public instrument.

SECOND: And that in said page there is no record of Dissolution or Liquidation of the corporation on behalf of which this certification is issued, so it remains in effect according to the Registry, and that it is governed by Law 2/1995.

In witness whereof, and since there is no record of any pending registration in the Diary book that makes reference to the above certified, I issue and sign this document in Madrid, on July fifth, two thousand.

THE REGISTRAR

(illegible signature)
[RUBBER STAMP]

Filed in the Diary Book of certifications under entry number 7026/2000.

Sees s/m

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TALLAHOSSE, FLORIDA

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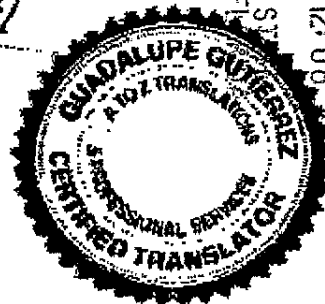
FAX AUDIT No.H000000 37540

AFFIDAVIT

STATE OF FLORIDA)
) ss
COUNTY OF MIAMI-DADE)

BEFORE ME, A NOTARY PUBLIC IN AND FOR THE STATE OF FLORIDA AT
LARGE, PERSONALLY APPEARED MRS. GUADALUPE GUTIERREZ, A CERTIFIED
TRANSLATOR FOR AND ON BEHALF OF A TO Z TRANSLATIONS & PROFESSIONAL
SERVICES CORP., WHO, AFTER BEING DULY SWORN, DEPOSES AND SAYS THAT
SHE IS VERSED IN THE SPANISH AND THE ENGLISH LANGUAGES, AND THAT
THE PRECEDING IS A TRUE AND CORRECT TRANSLATION INTO THE ENGLISH
LANGUAGE OF THE ATTACHED DOCUMENT(S) IN SPANISH.

Guadalupe Gutierrez
Guadalupe Gutierrez



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SWORN TO AND SUBSCRIBED BEFORE ME BY GUADALUPE GUTIERREZ, WHO IS
PERSONALLY KNOWN TO ME, THIS 17th DAY OF July, 2000.

Lina Manrique
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

Name: Lina Manrique
Commission No. CC8965
Expires: December 19, 2003



Lina Manrique
My Commission CC896540
Expires December 19, 2003

FAX AUDIT No.H00000037540