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COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CRUNCH ST. PETERSBURG, INC.

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
CRUNCH ST. PETERSBURG, INC.

Document No. P11000027866

2012 JUL 17 AM 11:34  
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1. Name. The name of the corporation is CRUNCH ST. PETERSBURG, INC. (the "Corporation").
2. Articles of Incorporation. The date of filing of the Articles of Organization of the Corporation was March 21, 2011 (Document Number P11000027866).
3. Amendment. The Articles of Incorporation of the Corporation are hereby amended as follows:

Article 1 is deleted and a new Article 1 is inserted in lieu thereof, to read as follows:

**ARTICLE 1**  
**NAME AND ADDRESS**

The name of this corporation shall be: CRUNCH SARASOTA, INC.

4. Adoption of Amendment. Pursuant to Section 607.1006 of the Florida Business Corporation Act, CRUNCH ST. PETERSBURG, INC. adopts these Articles of Amendment. The foregoing amendment to Article 1 was adopted and approved by the Board of Directors and sole Shareholder of the Corporation by joint written consent without a meeting, effective on July 16, 2012. The written consent was sufficient for approval by the sole Director and sole Shareholder.

The undersigned has executed these Articles of Amendment this 16<sup>th</sup> day of July, 2012.

  
\_\_\_\_\_  
VINCE JULLEN, President

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AFFIDAVIT

STATE OF FLORIDA )  
COUNTY OF Hillsborough )

BEFORE ME, the undersigned authority, this day personally appeared JEFF DOTSON ("Affiant"), who being by me first duly sworn, deposes and says:

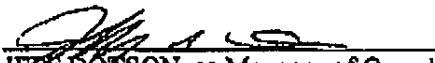
1. Affiant is a Manager of CRUNCH SARASOTA, LLC, a Florida limited liability company (the "Company").

2. The Company was formed effective as of June 1, 2012 and the Company's status is Active. The Company's Document Number with the Florida Secretary of State's office is L12000074565.

3. Crunch St. Petersburg, Inc., a Florida corporation (the "Corporation") desires to file Articles of Amendment to amend its Articles of Organization to change its name from "Crunch St Petersburg, Inc." to "Crunch Sarasota, Inc." in Florida. The Corporation's Document Number with the Florida Secretary of State's office is P11000027886.

4. Pursuant to Section 608.406 and Section 608.407 of the Florida Statutes, the Company hereby consents to the use of the name Crunch Sarasota, Inc. by the Corporation.

FURTHER AFFIANT SAYETH NOT.

  
JEFF DOTSON, as Manager of Crunch Sarasota, LLC.

SWORN TO AND SUBSCRIBED before me this 17 day of July, 2012, by JEFF DOTSON, as a Manager of Crunch Sarasota, LLC, a Florida limited liability company, who is personally known to me or produced \_\_\_\_\_ as identification.

  
Notary Public, State of Florida



Sondra Martello  
Notary's Printed Name  
My Commission Expires: 10-05-13