

Florida Department of State
Division of Corporations
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GP FITNESS, INC.**

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
GP FITNESS, INC.**

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TALLAHASSEE, FLORIDA
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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

First Amendment:

**ARTICLE V
Capital Stock**

This Corporation is authorized to issue One Million (1,000,000) shares of Ten Dollars (10.00) par value stock, which shall be designated Common Shares.

The Adoption of Amendment(s) was/were adopted by the board of directors on May 8, 2014 without shareholder action and shareholder action was not required.

Signed on May 8, 2014.

Signature¹

DocuSigned by:

Eric Philo

ERIC PHILO, PRESIDENT/DIRECTOR

¹This form was prepared with the assistance of CourtAccess Centers of America Inc., a non-lawyer located at 3812 W Linebaugh Ave., Suite 102, Tampa, FL 33618, 813-875-1333.