

Division of Corporations

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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  
14 MAY - 9 AM 10:46

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.

Signature<sup>1</sup>   
ERIC PHILO, PRESIDENT/DIRECTOR

<sup>1</sup>This 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.