

P97000026457

Florida Department of State
Division of Corporations
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From: Account Name : PROSKAUER ROSE GOETZ & MENDELSON
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REGISTERED AGENT CHANGE

L.A. FITNESS - FLORIDA, INC.

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Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: L.A. Fitness - Florida, Inc.

1b. Date of incorporation 3/25/97 Document number P97000026457

2. The name and address of the current registered agent and office:

Lawrence N. Rosen

2925 Aventura Blvd., Suite 308
Aventura, FL 33180

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Jay Blumenkopf

Proskauer Rose LLP

2255 Glades Road, Suite 340W Boca Raton FL 33431

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

SIGNATURE

3/3/00

DATE

Chinyol Yi, Director/Chief Executive Officer
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

(Registered Agent) Jay Blumenkopf

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

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