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DOAK S. CAMPBELL, III

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FILE NO. 02040.00009
June 21, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
OFFICE OF DISSOLUTIONS
P.O. BOX 6327
Tallahassee, FL 32314

RE: PALM BEACH GYM OF BOCA, INC.

700002914327--1
-06/24/99--01069--004
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed for filing, please find an "ARTICLE OF DISSOLUTION" together with our check in the amount of \$35.00 to cover filing fees.

Please return a filed copy of this instrument to me in the self-addressed stamped envelope provided.

Very truly yours,

Peg E. Alexander
Peg E. Alexander

/pea
Encls.

FILED
99 JUN 24 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

void
T. LEWIS JUN 25 1999

ARTICLES OF DISSOLUTION

FILED
99 JUN 24 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is:

Palm Beach Gym of Boca, Inc.

2. Dissolution was authorized on May 28, 1999
3. This resolution was adopted by written consent of all stockholders of **Palm Beach Gym of Boca, Inc.** and executed in accordance with Florida Statute 617.0701.

DATED this 28 day of May, 1999.

PALM BEACH GYM OF BOCA, INC.
a Florida Corporation.

By: [Signature] Pres.

Attest: [Signature] Sec.

Corp. Seal

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 28 day of May, 1999, by WILLIAM D'ADDIO as President of the Corporation and WILLIAM D'ADDIO as Secretary of Palm Beach Gym of Boca, Inc. on behalf of the corporation. They produced their driver's licenses as proof of identification.

Doak S. Campbell, III
Notary Public



Doak S. Campbell, III
MY COMMISSION # CC655375 EXPIRES
June 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC