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TCG Fitness, Inc.
12222 North Armenia Avenue
Tampa, Florida 33612
813-786-7373

September 10, 2002

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Articles of Dissolution
TCG Fitness, Inc.

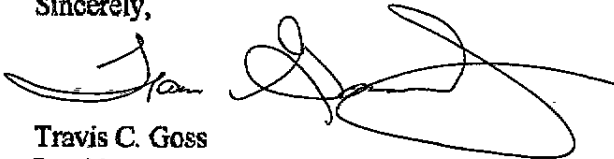
Gentlemen:

Please find enclosed articles of dissolution for the referenced corporation. Please file these and return the original to the undersigned at the above address.

Please find enclosed a check in the amount of \$35 dollars payable to the Florida Department of State.

If there are any questions, please contact me at the above phone number.

Sincerely,



Travis C. Goss
President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

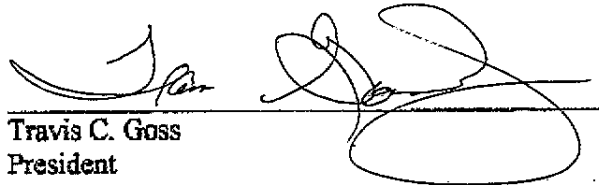
W/d's
T. Lewis 9/24/02

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

- First: The name of the corporation is TCG Fitness, Inc.
- Second: The date dissolution was authorized was August 30, 2002.
- Third: Adoption of Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Signed this 30th day of August 2002.


Travis C. Goss
President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA