

Division of Corporations

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
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MERGER OR SHARE EXCHANGE
GYM SOURCE MIAMI INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Merger

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EFFECTIVE DATE

Help Jan. 01, 2014

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 DIVISION OF CORPORATIONS
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 TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: The Gym Source, Inc.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

John T. McNamara, Esq.
Contact Person

Geringer & Dolan LLP
Firm/Company

5 Hanover Square, 3rd Floor
Address

New York, New York 10004
City/State and Zip Code

jmenamara@geringerdolan.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John T. McNamara
Name of Contact Person

At (212) 682-7050
Area Code & Daytime Telephone Number

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED (3/6)
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 DEC 23 PM 12:05

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>The Gym Source, Inc.</u>	<u>New York</u>	<u></u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Gym Source Miami Inc.</u>	<u>Florida</u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 01 / 01 / 2014 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on 12/02/2013.

The Plan of Merger was adopted by the board of directors of the surviving corporation on 11/22/2013 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on 12/02/2013.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on 11/22/2013 and shareholder approval was not required.

(Attach additional sheets if necessary)

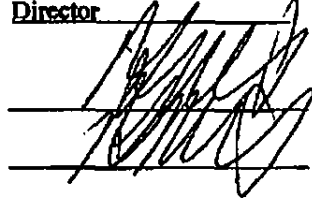
Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

**Signature of an Officer or
Director**

Typed or Printed Name of Individual & Title

Gym Source Miami Inc.



Richard L. Miller, President

The Gym Source, Inc.

Richard L. Miller, President

FL 604 - 05/01/2004 CT System College

12/23/2013 12:10:38 From: To: 8506176380

(5/6)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached:
None

OR

Restated articles are attached:

None

Other provisions relating to the merger are as follows:

None