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Shelby Cnty Judge of Probate, AL
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DOMESTIC LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION

Pursuant to the provisions of the Alabama Limited Liability Company Act, §10-12-1 et. seq., Code of Alabama (1975), as amended, the undersigned hereby adopts the following Articles of Organization:

ARTICLE I

The name of the Limited Liability Company shall be: **Fit 24, LLC**

ARTICLE II

The period of duration shall be: **Fifty (50) years from and after the date of the formation of the Limited Liability Company unless the Limited Liability Company is earlier dissolved in accordance with either the provisions of the operating agreement or of the Alabama Limited Liability Company Act.**

ARTICLE III

The Limited Liability Company has been organized for the following purposes:

- A) Manage and Operate Health and Fitness Clubs; and,**
- B) Any other lawful purpose or purposes.**

ARTICLE IV

The location and street address of the initial registered office shall be:

**123 First Street North
Alabaster, Alabama 35007**

The mailing address of the initial registered office shall be:

**123 First Street North
Alabaster, Alabama 35007**

The name of the registered agent at the initial registered office shall be:

J. Nathan Fuller

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ARTICLE V

The name and mailing address of the initial Members are:

J. Nathan Fuller
123 First Street North
Alabaster, Alabama 35007

ARTICLE VI

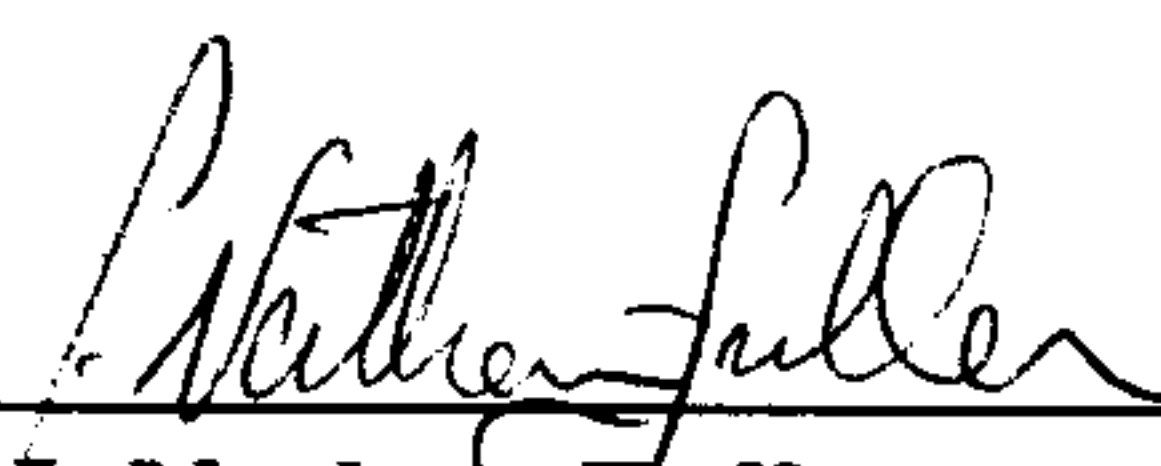
Subject to contrary provisions in the operating agreement, additional Members may be admitted pursuant to the provisions of the Alabama Limited Liability Company Act.

ARTICLE VII

The Limited Liability Company shall be managed by its Member(s).

Any provision, not inconsistent with the law, for the regulation of the internal affairs of the Limited Liability Company are permitted to be set out in the operating agreement of the Limited Liability Company.

IN WITNESS THEREOF, the undersigned Member executed these Articles of Organization on this, the 14th day of August 2011.



J. Nathan Fuller

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Fit 24, LLC

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of J. NATHAN FULLER, 2703 LAKE LAND TRAIL, BIRMINGHAM, AL 35243 for a period of one hundred twenty days beginning August 16, 2011 and expiring December 15, 2011

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

August 17, 2011

Date

Beth Chapman

Beth Chapman

Secretary of State



586-008