

**ARTICLES OF ORGANIZATION
OF
VIGILANTE FITNESS L.L.C.**

The undersigned, for the purpose of forming a limited liability company (the "Company") pursuant to the provisions of the Alabama Limited Liability Company Act (the "Act") (Alabama Code §10-12-1, et seq.) hereby certify as follows:

1. NAME OF COMPANY. The name of the Company is:

"VIGILANTE FITNESS, L.L.C."

2. PERIOD OF DURATION. The period of duration of the Company shall be perpetual.
3. COMPANY PURPOSES.

The Company has been organized for the purposes of owning and operating a crossfit gym/ fitness facility to provide positive fitness and wellness programs and services by engaging in core strength and conditioning designed around constantly varied functional movements executed at high intensity, inclusive of all levels of fitness and physical abilities and to maintain and promote memberships in a family friendly atmosphere.

The Company has been organized in general to have and exercise any and all powers that corporations have and may exercise under the laws of the State of Alabama, and as the same may be amended, except such powers as are inconsistent with the express provisions of these Articles of Organization.

The Company may enter into and perform all manner and kinds of contracts, agreements, and obligations for any lawful purpose by or with any person, firm, association, corporation, or governmental division or subdivision.

The Company may have and exercise all the powers now or hereafter conferred by the laws of the State of Alabama upon corporations organized pursuant to the laws under which the corporation is organized and any and all acts amendatory thereof and supplemental thereto.

The Company may do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms, or individuals, and either as principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the above-mentioned objects, purposes, or powers.

To acquire by purchase, lease, or otherwise, lands and interests in lands; to own, hold, improve, develop, and manage any lands so acquired for the purpose of conducting thereon a general business.

The Company has been organized for the purpose of purchasing, leasing, or otherwise acquiring by bequest, devise, gift, or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate, or interest therein, as may be necessary or convenient for the proper conduct of the affairs of the corporation, without limitation as to amount or value, in any of the states, districts, or territories of the United States, and in any and all foreign countries, subject to the laws of any such states, districts, territories, or countries.



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The Company may also transact any other lawful business for which a limited liability company may be formed under the Act, but nothing contained herein shall be construed as authorizing the Company to carry on the business of banking or insurance or to act as a trust company. Furthermore, nothing contained herein shall be construed as authorizing the Company to act as a securities broker, a securities dealer or as an investment advisor.

4. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. The location and mailing address of the initial registered office of the Company is 201 Lake Chelsea Dr., Chelsea, Alabama 35043. The name of the Company's initial registered agent at such address is Allison Scali.

5. INITIAL MEMBERS. The name and mailing address of the initial Members of the Company are:

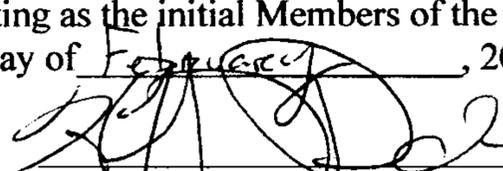
<u>NAME</u>	<u>ADDRESS</u>	<u>PERCENTAGE INTEREST</u>
Michael Cash	1552 Laurens St Birmingham, AL 35242	30%
Jarrold Dodson	312 Shelby Forrest Rd Chelsea, Alabama 35043	35%
Allison Scali Jayson Scali	201 Lake Chelsea Dr Chelsea, Alabama 35043	35%

6. ADDITIONAL MEMBERS. Any new members shall be admitted to the Company only upon the written consent of the Members.

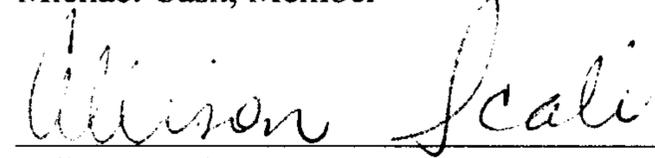
7. CONTINUATION OF BUSINESS AFTER CESSATION OF MEMBERSHIP. The cessation of membership of one or more members will not result in dissolution of the Company unless there are no remaining members of the Company.

8. MANAGEMENT OF THE COMPANY. The Company is to be managed by the manager. The name and mailing address of the manager is: Jarrod Dodson, 312 Shelby Forrest Road, Chelsea, Alabama 35043.

IN WITNESS WHEREOF, the undersigned, acting as the initial Members of the Company, have executed these Articles of Organization as of this 5 day of February, 2014.


 Jarrod Dodson, Managing Member


 Michael Cash, Member


 Allison Scali, Member


 Jayson Scali, Member

Prepared by:
 Tonya Willingham tonya.willingham@yahoo.com
 3085 Chelsea Rd Tr1 Columbiana, AL 35051

Jim Bennett
Secretary of State

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

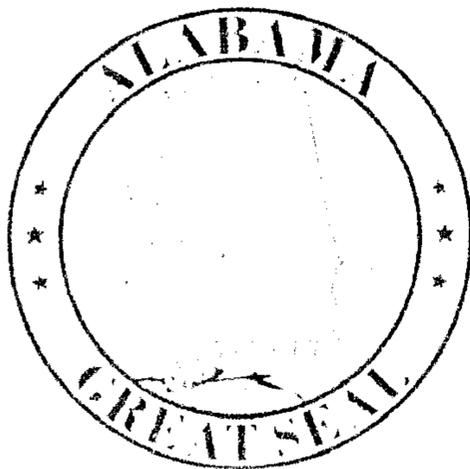
STATE OF ALABAMA

I, Jim Bennett, Secretary of 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:

Vigilante Fitness LLC

This name reservation is for the exclusive use of Allison Scali, 201 Lake Chelsea Dr., Chelsea, AL 35043 for a period of one year beginning January 23, 2014 and expiring January 23, 2015



RES647096

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.

January 23, 2014

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett".

Jim Bennett

Secretary of State



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