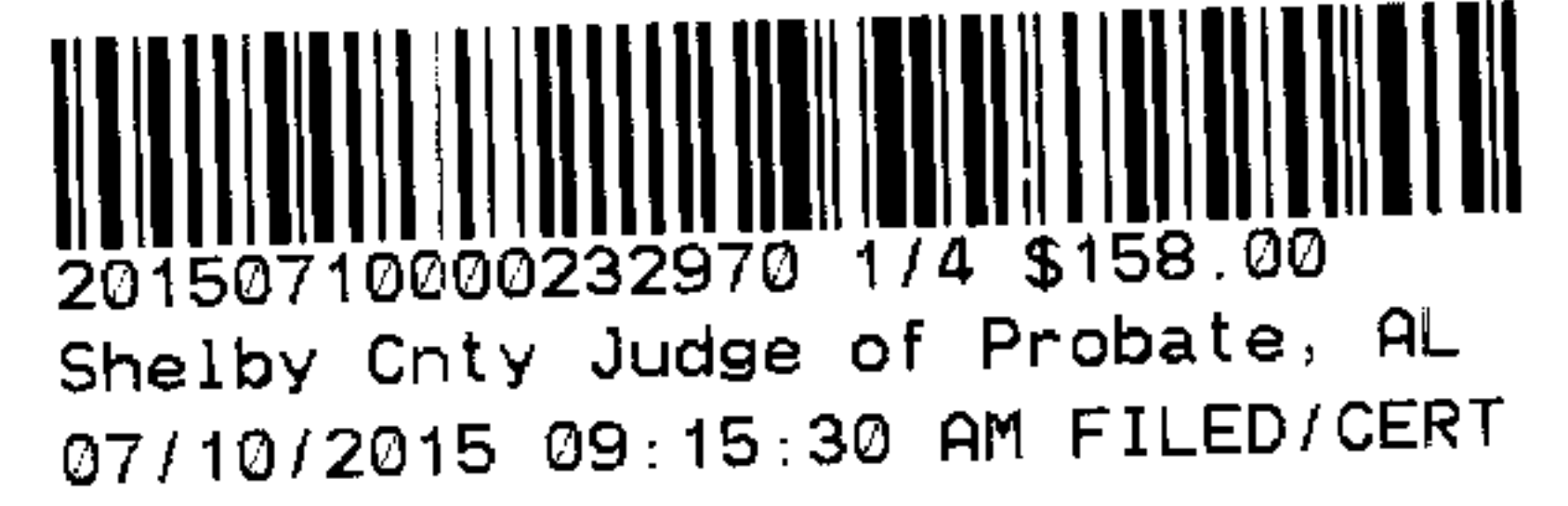


CERTIFICATE OF FORMATION
OF
WHOLE LIFE FITNESS, LLC



The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama, (1975), as amended (the “Alabama Limited Liability Company Act”), hereby file the following Certificate of Formation with the probate judge of the county in which the initial registered office of the limited liability company will be located and affirm that the facts stated in these Certificate of Formation are true and correct:

ARTICLE I
Name

The name of the limited liability company (“Company”) is WHOLE LIFE FITNESS, LLC.

ARTICLE II
Duration

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act, as amended.

ARTICLE III
Purposes

The Company has been organized for the primary purpose of one-on-one personal and small group physical fitness training and for any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

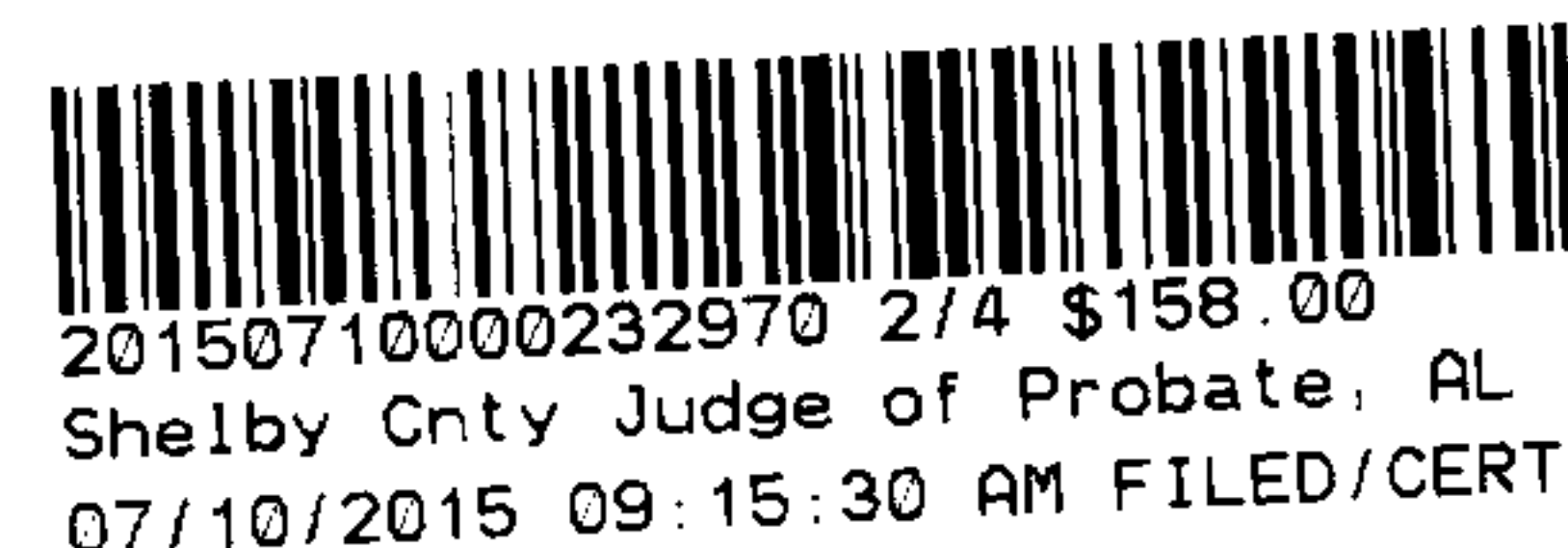
ARTICLE IV
Registered Agent and Office

The address of the Company’s initial registered office in Alabama is 1800 Corporate Drive, Birmingham, Alabama 35242. The name of the Company’s initial registered agent at that address is Annie Capps.

ARTICLE V
Organizer

The name and address of the Company's organizer is as follows:

Annie L. Capps
1800 Corporate Parkway
Birmingham, Alabama 35242



ARTICLE VI
Management

The Company shall be managed by its initial member. In the event that additional members are admitted pursuant to Article VII, the Company shall be managed by its members, with each member having an equal right to participate in such management.

ARTICLE VII
Admission of New Members

The sole member of the Company shall have the right to admit new members from time to time. In the event the sole member has admitted new members, any additional members may be admitted only upon the unanimous written consent of the existing members, and such existing members shall determine the amount and nature of contributions by new members at the time such new members are admitted.

ARTICLE VIII
Continuity of Business

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution, or dissociation of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the written consent of all the remaining members of the Company within 90 days after the occurrence of the terminating event.

ARTICLE IX
Powers


The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set


forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

ARTICLE X
No Liability

The member(s) of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned organizer has executed this Certificate of Formation on this 1st day of July, 2015, at Birmingham, Alabama.


Annie L. Capps
Member/Organizer


20150710000232970 3/4 \$158.00
Shelby Cnty Judge of Probate, AL
07/10/2015 09:15:30 AM FILED/CERT

John H. Merrill
Secretary of State

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

STATE OF ALABAMA

I, John H. Merrill, 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:

Whole Life Fitness LLC

This name reservation is for the exclusive use of Rob Hackett, 5361 Hwy 280 S; suite 102A, Birmingham, AL 35242 for a period of one year beginning February 13, 2015 and expiring February 13, 2016



20150710000232970 4/4 \$158.00
Shelby Cnty Judge of Probate, AL
07/10/2015 09:15:30 AM FILED/CERT



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.

February 13, 2015

Date

J. H. Merrill

RES681172

John H. Merrill

Secretary of State