

CERTIFICATE OF FORMATION
OF
CHELSEA FITNESS LLC

THE UNDERSIGNED, for the purpose of forming a limited liability company pursuant to the provisions of the Alabama Limited Liability Company Law, as the same now exists or as may hereafter be amended (the "Law"), does hereby adopt the following Certificate of Formation:

ARTICLE I.

The name of the Company is "Chelsea Fitness LLC" (the "Company").

ARTICLE II.

The purposes for which the Company is formed are:

- (a) To own and operate fitness facilities.
- (b) To transact any lawful business for which limited liability companies may be organized under the Law.

ARTICLE III.

The existence of the Company shall commence on the date of the filing of this Certificate of Formation in the Office of the Judge of Probate of Shelby County, Alabama, and shall be terminated upon the earlier to occur of (i) the written consent of all the members to terminate the Company; (ii) as provided in the Operating Agreement; or (iii) as may be required under the Law.

ARTICLE IV.

The street address of the initial registered office of the Company is:

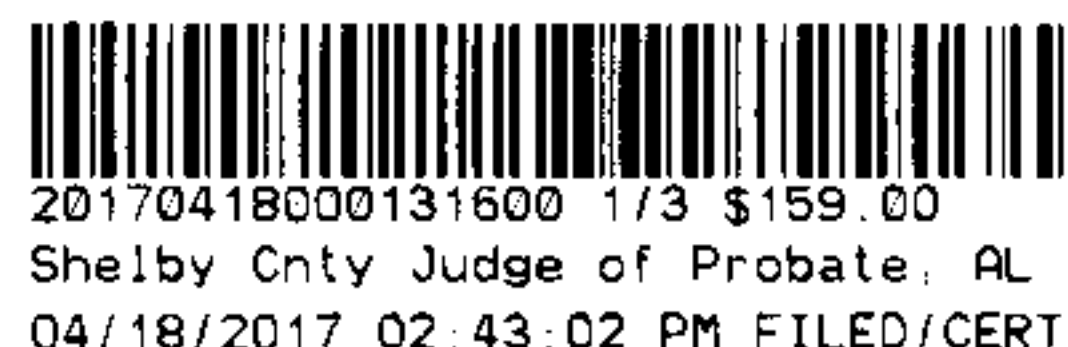
16054 Highway 280, Suite 700 Chelsea, Alabama 35043

The name of the initial registered agent at the said registered office is:

Samuel Blake Scozzaro.

ARTICLE V.

The name of the Organizer is Joshua M. Watkins, Esq., at Watkins Law Firm, LLC, 3764 Montevallo Road S., Birmingham, Alabama 35213.



ARTICLE VI.

The Company shall admit additional members only upon the terms and conditions set forth in the Operating Agreement.

ARTICLE VII.

The cessation of membership of one or more members will result in termination of the Company if there are no remaining members, unless the legal existence and business of the Company is continued and one or more new members is appointed in the manner provided in the Operating Agreement.

ARTICLE VIII.

The names and mailing addresses of the initial members of the Company are as follows:

Samuel Blake Scozzaro

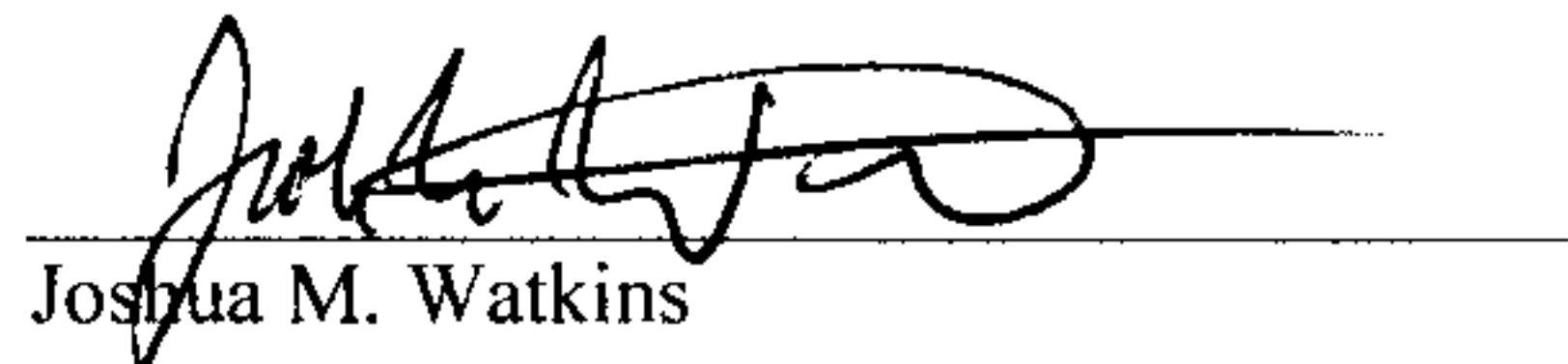
200 Chesser Way

Chelsea, AL 35043


ARTICLE IX.

The Company has the same powers as an individual to take action and do all things necessary or convenient to carry out its business and affairs, except as otherwise provided by the Alabama Limited Liability Company Law or the Company's governing documents, including without limitation, all entity powers provided in Sections 10A-1-2.11, 10A-1-2.12 and 10A-1-2.13 of the Law. It is hereby expressly provided that the foregoing reference to entity powers shall not be held to limit or restrict in any manner the powers of the Company otherwise granted by law.

IN WITNESS WHEREOF, the undersigned Organizer does hereby make this Certificate of Formation and does hereby affirm that the facts stated herein are true, and accordingly signs this Certificate of Formation this 18th day of April, 2017.


Joshua M. Watkins

This instrument prepared by:
Joshua M. Watkins, Esq.
Watkins Law Firm, LLC
3764 Montevallo Road S.
Birmingham, Alabama 35213


20170418000131600 2/3 \$159.00
Shelby Cnty Judge of Probate: AL
04/18/2017 02:43:02 PM 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:

Chelsea Fitness LLC

This name reservation is for the exclusive use of Joshua Martin Watkins, 3764
Montevallo Road S, Birmingham, AL 35213 for a period of one year beginning
April 17, 2017 and expiring April 17, 2018

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Shelby Cnty Judge of Probate, AL
04/18/2017 02:43:02 PM FILED/CERT



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**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.**

April 17, 2017

Date

J. H. Merrill

John H. Merrill

Secretary of State