CERTIFICATE OF FORMATION

OF

FKFS MARKET CENTER, 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 "FKFS Market Center, 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.

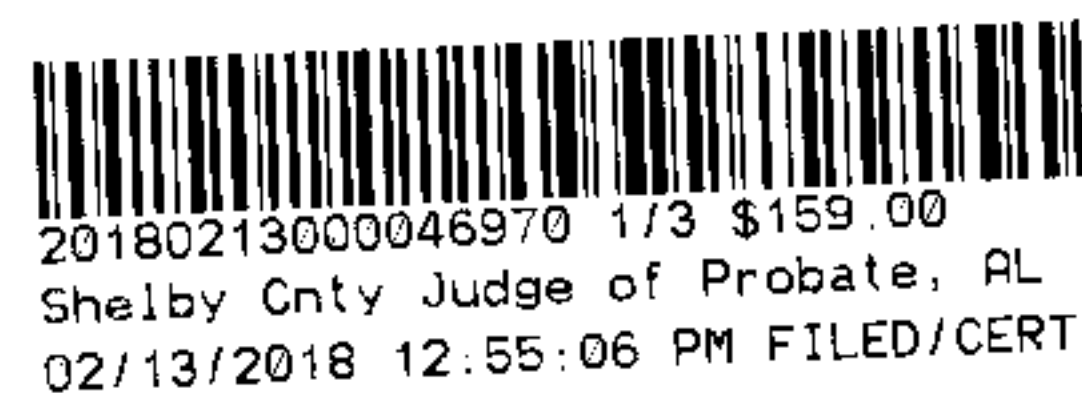The street address of the initial registered office of the Company is:

100 Hampton Drive, Ste #F, Calera, AL 35040

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

Gerald King.

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:
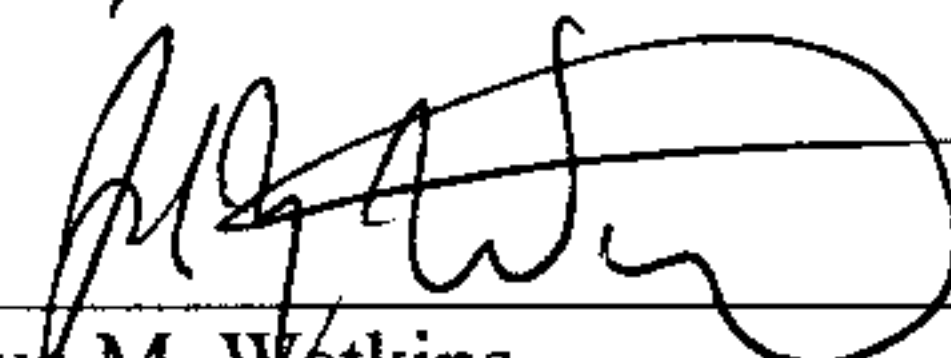
Gymnify, LLC

100 Hampton Drive, Ste #F
Calera, AL 35040

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 __12th__ day of __February__, 2018.

_____
Joshua M. Watkins

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

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:

FKFS Market Center, 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 December 18, 2017 and expiring December 18, 2018

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.

December 18, 2017

Date

John H. Merrill   **Secretary of State**

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