

**ARTICLES OF ORGANIZATION
FOR
EDGE BODY FITNESS, LLC**

The undersigned executes these Articles of Organization for the purpose of forming and does hereby form a limited liability company under the laws of the Commonwealth of Kentucky in accordance with the following provisions.

ARTICLE I
Name

The name of the limited liability company is Edge Body Fitness, LLC.

ARTICLE II
Initial Principal Office

The mailing address of the initial principal office of the limited liability company in the Commonwealth of Kentucky is 618 Dove Lane, Richmond, Kentucky 40475.

ARTICLE III
Initial Registered Office and Registered Agent

The street address of the initial registered office of the limited liability company in the Commonwealth of Kentucky is 1000 Commercial Drive, Suite 3, Richmond, Kentucky 40475. The initial registered agent at that address is Cory M. Erdmann.

ARTICLE IV
Purpose

The purpose for which the company is formed is to engage in a business of fitness and wellness and/or to engage in any other lawful acts or activities for which limited liability companies may be formed under the laws of this state.

ARTICLE V
Management

The affairs of the limited liability company are to be managed by the members subject to the provisions of its operating agreement.

ARTICLE VI
Members

The limited liability company has one (1) initial member, whose name and address is recorded below:

Terri Stein
618 Dove Lane
Richmond, Kentucky 40475

ARTICLE VII
Period of Duration

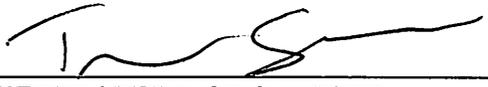
This limited liability company shall have perpetual existence.

ARTICLE VIII
Indemnification

The limited liability company shall, to the fullest extent permitted by law, indemnify each member and officer of the limited liability company against expenses (including attorneys' fees), judgments, taxes, fines and amounts paid in settlement, incurred by his or her connection with, and shall advance expenses (including attorneys' fees) incurred by him or her in defending, any threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigative) to which he or she is, or is threatened to be made, a party by reason of the fact that he or she was a member or officer of the limited liability company, or is or was serving at the request of the limited liability company as a member, officer, partner, employee or agent of another domestic or foreign limited liability company, corporation, partnership, joint venture, trust or other enterprise.

Advancement of expenses shall be made upon receipt of an undertaking, with such security, if any, as the members may reasonably require, by or on behalf of the person seeking indemnification to repay amounts advanced if it shall ultimately be determined that he is not entitled to be indemnified by the limited liability company as authorized herein. The indemnification provided for by this Article shall not be deemed exclusive of any other rights to which members or officers of the limited liability company may be entitled.

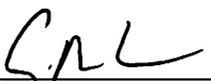
EXECUTED AND ACKNOWLEDGED by the undersigned acting as Organizer this the 29th day of August, 2013. The name and mailing address of the person acting as Organizer is: Terri Stein, 618 Dove Lane, Richmond, Kentucky 40475.



TERRI STEIN, ORGANIZER

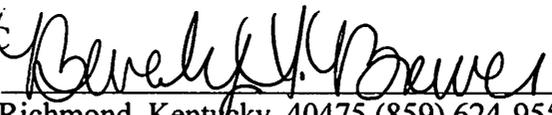
CONSENT OF REGISTERED AGENT

The undersigned hereby consents to serve as the initial registered agent for EDGE BODY FITNESS, LLC as of this the 29th day of August, 2013.



CORY M. ERDMANN,
REGISTERED AGENT

THIS INSTRUMENT PREPARED BY:

ERDMANN & STUMBO, PLLC 
BEVERLY A. BREWER, ESQ.
1000 Commercial Drive, Ste. 3, Richmond, Kentucky 40475 (859) 624-9555