

**Commonwealth of Kentucky**  
**Alison Lundergan Grimes, Secretary of State**

LARP  
**0573726**  
Alison Lundergan Grimes  
KY Secretary of State  
Received and Filed  
**6/26/2014 10:42:32 PM**  
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Alison Lundergan Grimes  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
(502) 564-3490  
<http://www.sos.ky.gov>

**Annual Report  
Online Filing**

**ARP**

**Company:** DOWNTOWN FITNESS, LLC  
**Company ID:** 0573726  
**State of origin:** Kentucky  
**Formation date:** 12/10/2003 12:00:00 AM  
**Date filed:** 6/26/2014 10:42:32 PM  
**Fee:** \$15.00

**Principal Office**

1056 WELLINGTON WAY  
STE 190  
LEXINGTON, KY 40513-2000

**Registered Agent Name/Address**

1400, LLC  
300 WEST VINE STREET  
SUITE 1100  
LEXINGTON, KY 40507

**Members/Managers**

Member Global Fitness Holdings, LLC 1056 WELLINGTON WAY, STE 190, LEXINGTON, KY  
40513-2000

**Signatures**

**Signature** Daniel C. Dorsett  
**Title** Director of Accounting