Commonwealth of Kentucky Trey Grayson Secretary of State

Certificate of Dissolution

THOMAS A. BOYD 411 KINGSWOOD DRIVE LEXINGTON, KY 40502

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

GOODL OL' BOYDS FITNESS, LLC

did not file its 2004 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the limited liability company on November 9th, 2004.



IN WITNESS THEREOF, I have hereunto set my hand and affixed my official seal this 28th day of November, 2004.

Trey Grayson
Secretary of State