

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

LARP  
**0666156**  
Alison Lundergan Grimes  
KY Secretary of State  
Received and Filed  
**6/30/2014 11:58:31 AM**  
Fee receipt: \$15.00

Alison Lundergan Grimes  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
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<http://www.sos.ky.gov>

**Annual Report  
Online Filing**

**ARP**

**Company:** IP HOLDINGS, LLC  
**Company ID:** 0666156  
**State of origin:** Kentucky  
**Formation date:** 6/6/2007 12:00:00 AM  
**Date filed:** 6/30/2014 11:58:31 AM  
**Fee:** \$15.00

**Principal Office**

1056 WELLINGTON WAY  
SUITE 190  
LEXINGTON, KY 40513-2000

**Registered Agent Name/Address**

1400, LLC  
300 W. VINE STREET, SUITE 1100  
LEXINGTON, KY 40507

**Members/Managers**

Member Global Fitness Holdings, LLC 1056 Wellington Way, Suite 190, Lexington, KY 40513-2000

**Signatures**

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