

1.) CORPORATION NAME:

**Bally Total Fitness of the Midwest, Inc.**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E. AUTH IN VI CT CORPORATION SYSTEM 4701 COX RD STE 301 GLEN ALLEN, VA 23060-6802**

DUE DATE: **8/31/2011**

SCC ID NO: **F1801051**

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	750

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:  
**HENRICO COUNTY**

4.) STATE OR COUNTRY OF INCORPORATION:  
**OH**

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 8700 WEST BRYN MAWR AVE

CITY/ST/ZIP: CHICAGO, IL 60631-

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: KATHLEEN BOEGE  
TITLE: SECRETARY  
ADDRESS: 8700 WEST BRYN MAWR AVENUE  
CITY/ST/ZIP/CO: CHICAGO, IL 60631-

OFFICER

DIRECTOR

NAME: MICHAEL SHEEHAN  
TITLE: CEO  
ADDRESS: 8700 WEST BRYN MAWR AVENUE  
CITY/ST/ZIP/CO: CHICAGO, IL 60631-

OFFICER

DIRECTOR

NAME: SUSAN REHORST  
TITLE: TREA  
ADDRESS: 8700 WEST BRYN MAWR AVE  
CITY/ST/ZIP/CO: CHICAGO, IL 60631-

OFFICER

DIRECTOR

NAME: STEVEN BARNHART  
TITLE: PRESIDENT  
ADDRESS: 8700 WEST BRYN MAWR AVE  
CITY/ST/ZIP/CO: CHICAGO, IL 60631-

OFFICER

DIRECTOR

NAME: RONALD SIEGEL  
TITLE: ASST SECRETARY  
ADDRESS: 8700 WEST BRYN MAWR AVE  
CITY/ST/ZIP/CO: CHICAGO, IL 60631-

OFFICER

DIRECTOR

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

<u>/s/ RONALD SIEGEL</u> SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	<u>RONALD SIEGEL, ASST SECRETARY</u> PRINTED NAME AND CORPORATE TITLE	<u>8/1/2011</u> DATE
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It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.