

F09000003362

Florida Department of State
Division of Corporations
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BALLY TOTAL FITNESS OF MINNESOTA, INC.

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name
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10/26/09
10/23/2009

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F09000003362

(Document number of corporation (if known))

1. Bally Total Fitness of Minnesota, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Ohio

(Incorporated under laws of)

3. August 21, 2009

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 30, 2009

5. Bally Total Fitness of the Midwest, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)


(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Kathleen Boege

(Typed or printed name of person signing)

Senior Vice President

(Title of person signing)

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UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show the MERGER of BALLY TOTAL FITNESS OF THE MIDWEST, INC., an Ohio Corporation, Charter No. 426498, having its principal location in Akron, County of Summit, incorporated on June 26, 1972, merging into BALLY TOTAL FITNESS OF MINNESOTA, INC., an Ohio Corporation, Charter No. 684395, and changing the survivors' corporate title to: BALLY TOTAL FITNESS OF THE MIDWEST, INC., was filed September 30, 2009. Said Corporation, BALLY TOTAL FITNESS OF THE MIDWEST, INC., an Ohio Corporation, Charter No. 684395, having its principal location in Akron, County of Summit, was incorporated on August 25, 1986, and is currently in GOOD STANDING upon the records of this office.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 22nd day of October, A.D. 2009.

Jennifer Brunner
Ohio Secretary of State