SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996. AMOUNT DUE ON OR BEFORE 8/1/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.) PROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State DIVISION OF CORPORATIONS 1996 DOCUMENT # J78452 (6)ULTIMATE FITNESS, INC. Principal Place of Business Mailing Address P O BOX 536901 P O BOX 536901 ORLANDO FL 32853 ORLANDO FL 32853 3a. Date of Last Report 3. Date incorporated or Qualified 06/18/1987 06/27/1995 Applied For 4. FEI Number 2a. Mailing Address 2. Principal Place of Business 59-2917335 Not Applicable 26 21 \$8,75 Additional Suite, Apt #, etc Suite, Apt. #, etc. 5. Certificate of Status Desired Fee Required 22 \$5.00 May Be City & State City & State Election Campaign Financing Added to Fees Trust Fund Contribution 28 23 8. This corporation has liability for intangible tax under s. 199 032 Country Country Zip Zip Yes No Florida Statutes 30 25 29 24 Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent Name SEAMAN, ROSEMARIE J. 82 Street Address (P.O. Box Number is Not Acceptable) 943 ROBINHOOD CT **MAITLAND FL 32751** 83 Zip Code 84 City 85 11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida, Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes. SIGNATURE Signature, typed or printed numer of registered agent and briest applicable (NOTE: Registered Agent signature regioned when reinstating) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (3/86)OFFICERS AND DIRECTORS 13. 12 DELETE 1.1 TITLE TITLE CR2E034 1.2 NAME NAME SEAMAN, ROSEMARIE 1.3 STREET ADDRESS 943 ROBINHOOD CT STREET ADDRESS MATTLAND FL 1.4 CITY - ST - ZIP CITY-ST-ZIP Change Addition DELETE 21 TITLE TITLE 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS 2 4 CITY - ST - ZIP CITY-ST-ZIP Change Addition DELETE 3 1 TITLE 3.2 NAME NAME 3.3 STREET ADDRESS STREET ADDRESS 3.4 CITY-ST-ZIP CITY-ST-ZIP Change Addition DELETE 41 TITLE 4. 2 NAME NAME 4.3 STREET ADDRESS STREET ADDRESS 44 CHTY - ST. ZIP CHTY - ST - ZIP ____ Change ____ Addition DELE16 5 1 TITLE TITLE 5.2 NAME NAME 5 3 STREET ADDRESS STREET ADDRESS 54 CITY - ST - ZIP CITY-ST-ZIF Change Addition DELETE 6.1 BILE TITLE 6.2 NAME NAME 6.3 STREET ADDRESS STREET ADDRESS 14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k). Florida Statutes I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same logal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Brock 13 in chapter 617 in a state of the corporation of the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Brock 13 in chapter 617. CITY - ST - ZIP

OFFICER OR DIRECTOR

SIGNATURE: