

2005 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P01000021176

FILED
Apr 22, 2005
Secretary of State

Entity Name: HEALTH CLUBS OF AMERICA FRANCHISE CORPORATION

Current Principal Place of Business:

500 E. BROWARD BLVD., STE. 1650
FT. LAUDERDALE, FL 33394 US

New Principal Place of Business:

Current Mailing Address:

500 E. BROWARD BLVD., STE. 1650
FT. LAUDERDALE, FL 33394 US

New Mailing Address:

2665 SOUTH BAYSHORE DRIVE
SUITE 800
MIAMI, FL 33133 US

FEI Number: 65-1091686

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

WITTERBENS, ROGER
500 E. BROWARD BLVD., STE. 1650
FT. LAUDERDALE, FL 33394 US

Name and Address of New Registered Agent:

GERSHMAN, DAVID
2665 SOUTH BAYSHORE DRIVE
MIAMI, FL 33133 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: DAVID GERSHMAN

04/22/2005

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: D () Delete
Name: WITTENBERNS, ROGER
Address: 500 E. BROWARD BLVD., STE. 1650
City-St-Zip: FT. LAUDERDALE, FL 33394

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

Title: () Delete
Name:
Address:
City-St-Zip:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: DCOB () Change (X) Addition
Name: MCDOWELL, DEREK A
Address: 2665 SOUTH BAYSHORE DRIVE STE 800
City-St-Zip: MIAMI, FL 33133

Title: P () Change (X) Addition
Name: CAVUOTO, CHARLES
Address: 500 E. BROWARD BLVD., STE. 1650
City-St-Zip: FT. LAUDERDALE, FL 33394

Title: CFO () Change (X) Addition
Name: KACER, MARK
Address: 500 E. BROWARD BLVD., STE. 1650
City-St-Zip: FT. LAUDERDALE, FL 33394

Title: S/GC () Change (X) Addition
Name: GERSHMAN, DAVID
Address: 2665 SOUTH BAYSHORE DRIVE STE 800
City-St-Zip: MIAMI, FL 33133

Title: D () Change (X) Addition
Name: SETTEMBTINO, JEFF
Address: 2665 SOUTH BAYSHORE DRIVE STE 800
City-St-Zip: MIAMI, FL 33133

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal 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 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: MARILYN D KUFFNER

ASEC

04/22/2005

Electronic Signature of Signing Officer or Director

Date