

2008 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P15344

FILED
Jan 22, 2008
Secretary of State

Entity Name: BALLY TOTAL FITNESS OF THE MIDWEST, INC.

Current Principal Place of Business:

8700 W. BRYN MAWR AVE.
2ND FLOOR
CHICAGO, IL 60631 US

New Principal Place of Business:

Current Mailing Address:

8700 W. BRYN MAWR AVE.
2ND FLOOR
CHICAGO, IL 60631 US

New Mailing Address:

FEI Number: 34-1114683 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent:

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324 US

Name and Address of New Registered Agent:

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: _____

Electronic Signature of Registered Agent

_____ Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: SVSD () Delete
Name: BASSEWITZ, MARC D
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL 60631

Title: SVD () Delete
Name: MORGAN, HAROLD
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL 60631

Title: SV () Delete
Name: FANELLI, WILLIAM
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL 60631

Title: AS () Delete
Name: SIEGEL, RONALD E
Address: 8700 W. BRYN MAWR AVE.
City-St-Zip: CHICAGO, IL 60631

Title: AS () Delete
Name: MOTZ, LINDA B
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL

Title: SVCF (X) Delete
Name: EIDELL, RONALD G
Address: 8700 W. BRYN MAWR AVE
City-St-Zip: CHICAGO, IL 60631

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: SVS (X) Change () Addition
Name: BOEGE, KATHLEEN
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL 60631

Title: SVD (X) Change () Addition
Name: FANELLI, WILLIAM
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL 60631

Title: T (X) Change () Addition
Name: REHORST, SUSAN
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL 60631

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

Title: AS (X) Change () Addition
Name: ACQUAVIVA, EARL
Address: 8700 W BRYN MAWR AVE
City-St-Zip: CHICAGO, IL

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

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, 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: RONALD E. SIEGEL

AS

01/22/2008

Electronic Signature of Signing Officer or Director

_____ Date