



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

August 9, 2007

DownCity Spa, Inc.
c/o JOHN E. MACDONALD
ONE TURKS HEAD PLACE, SUITE 1440
PROVIDENCE, RI 02903-

RE: Corporation ID # 000141888
DownCity Spa, Inc.

Dear Sir or Madam:

The Corporations Division of the Office of the Secretary of State has yet to receive your Annual Report for the year 2007.

Pursuant to the provisions set forth in Sections 7-1.2-1310 and 7-1.2-1414 of the General Laws of the State of Rhode Island, the Certificate of Incorporation/Authority of the above named entity will be revoked after 60 days from the date of this notice for failure to file the report.

R.I.G.L. 7-1.2-1501(e), states that any corporation failing or refusing to file its annual report for any year within thirty (30) days after the time prescribed by law is subject to a penalty fee of \$25.00. **Please file your Annual Report for the year 2007 along with payment in the amount of \$75.00 that includes both the annual report filing fee and required penalty fee.** The filing must be made with the Office of the Secretary of State, Corporations Division, within the next sixty (60) days to ensure your authority to conduct business will remain intact. If you have any questions, or if we can be of any assistance, please do not hesitate to call the Corporations Division at (401) 222-3040.

Sincerely,

A. Ralph Mollis
Secretary of State