State of Rhode Island and Providence Plantations Fee: \$50.00 Office of the Secretary of State				
Corporations Division 148 W. River Street Providence, Rhode Island 02904-2615 Telephone: (401) 222-3040				
Business Corporation Annual Report Filing Period: January 1 - March 1				
In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.				
ANNUAL REPORT YEAR: 2009				
1. Corporate ID No. 000120396				
2. Name of Corporation Bristol Total Fitness, Inc.				
3. Street Address Principal Business Office:				
No. and Street:685 METACOM AVENUECity or Town:BRISTOLState:RIZip:02809Country:USA				
4. Business Phone No.				
<u>254-3900</u>				
5. State of Incorporation				
State: <u>RI</u>				
6. Brief Description of the Character of Business Conducted in Rhode Island				
TO OWN, MANAGE AND OPERATE A HEALTH AND FITNESS FACILITY				
7. Names and Addresses of the Officers and Directors:				
All officers and directors must be listed. If officers and/or directors have been elected, the title Incorporator is no longer applicable; please delete.				

Title	Individual Name	Address	
	First, Middle, Last, Suffix	Address, City or Town, State, Zip Code, Country	
PRESIDENT	MICHAEL W MORIN	685 METACOM AVENUE BRISTOL, RI 02809- USA	
DIRECTOR, TREASURER & SECRETARY	MICHAEL W MORIN	685 METACOM AVENUE BRISTOL, RI 02809 USA	
DIRECTOR & VICE PRESIDENT	GEOFFREY C MORIN	685 METACOM AVENUE BRISTOL, RI 02809 USA	
DIRRECTOR	LISA A WERY	685 METACOM AVENUE BRISTOL, RI 02809 USA	
DIRECTOR	ELIZABETH B MORIN	685 METACOM AVENUE BRISTOL, RI 02809 USA	

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares Number of Shares	Total Issued and Outstanding <i>Num of</i> <i>Shares</i>
CNP		\$0.00	2,000.00	1000

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 18 Day of February, 2009 at 10:46:57 AM. This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.

By GORDON CARPENTER

Signature of Authorized Representative of the Corporation

ATTORNEY Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

Form No. 630 Revised 09/07

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