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JAMES L. TAFT
(1925-1959)

BERNARD F. MCSALLY
(1962-1978)

November 10, 2005

Corporations Division
Rhode Island Secretary of State
100 North Main Street
Providence, RI 02903

Re: Future Fitness, Inc. #90759 (2005)
Future Enterprises, Inc. #82218 (2005)
Planet Fitness of Cranston, Inc. #144204 (2005)
(2004) Body Pro Leasing, Inc. # 84413
(2004) Fitness Unlimited Leasing Company, Inc. # 91042

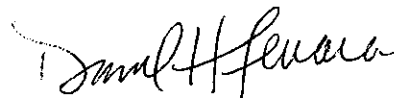
Dear Sir or Madam:

Pursuant to Rhode Island General Law § 7-1.2-502 **Change of registered office or registered agent.**— (c) [Any registered agent of a corporation may resign as an agent upon filing a written notice of the resignation with the secretary of state, who shall immediately notify the corporation of the resignation at its registered office. The appointment of the agent terminates upon the expiration of thirty (30) days after receipt of the notice by the secretary of state], I hereby resign as registered agent of the above-referenced corporations.

Please call me with any questions.

Very truly yours,

Taft & McSally LLP



David H. Ferrara

05 NOV 14 PM 2:17
SECRETARY OF STATE
CORPORATIONS DIV.