

Filing Fee: \$20.00

ID Number: 139630



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

LIMITED LIABILITY COMPANY

STATEMENT OF CHANGE OF RESIDENT AGENT

Pursuant to the provisions of Section 7-16-11 of the General Laws, 1956, as amended, the undersigned authorizes a change of its resident agent and the address of its resident agent in the state of Rhode Island as follows:

1. The name of the limited liability company is:

UNIQUE FITNESS, LLC.

2. The address of the resident agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

55 SOUTH ANGELL STREET, PROVIDENCE, RI 02906

3. The NEW address of the resident agent is:

73 PEPIN STREET, WEST WARWICK, RI 02893

4. The name of the resident agent as PRESENTLY shown in the records on file with the Rhode Island Secretary of State is:

MONIQUE A. MILLARD, ESQ.

5. The name of the NEW resident agent is:

THOMAS BOTTHOF

6. The appointment of a new resident agent and the change of address of the resident agent, as the case may be, shall become effective upon the filing of this statement.

Under penalty of perjury, I declare that the information contained herein is true and correct.

Date: August 11, 2005

UNIQUE FITNESS, LLC.

Print Name of Limited Liability Company

Thomas Botthof

Signature of Authorized Person

FILED

SEP 06 2005

By M-76497

QAS