STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
148 W. River Street, Providence, RI 02904-2615
401.222.3040

LIMITED LIABILITY COMPANY ANNUAL REPORT FOR THE YEAR 2005

Filing Period: September 1 - November 1 ● Filing Fee: $50.00

1. ID No.	2. Exact name of the limited liability company
144097	Downtown Athletic Club, LLC

3. State of Formation	4. Brief description of the character of the business which is actually conducted in Rhode Island
RHODE ISLAND	Holding Company

5. Principal office address	City	State	Zip
50 KENNEDY PLAZA, 9th FLOOR	PROVIDENCE	RI	02903-

MAILING ADDRESS OF LIMITED LIABILITY COMPANY AND NAME OR TITLE OF CONTACT PERSON

Contact Name	Contact Title
Raymond M. Mathieu	Treasurer

Street Address	City	State	Zip
50 Kennedy Plaza, 9th Floor	Providence	RI	02903

NAME AND ADDRESS OF EACH MANAGER OF THE LIMITED LIABILITY COMPANY IF APPLICABLE

Manager Name	Manager Name
(Member managed)	
Street Address	Street Address
City / State / Zip	City / State / Zip
Manager Name	Manager Name
Street Address	Street Address
City / State / Zip	City / State / Zip

RESIDENT AGENT IN RHODE ISLAND

Agent Name	Address
ROGER A. PETERS, II ESQ.	2800 FINANCIAL PLAZA

Address	City	Zip
EDWARDS ANGELL PALMER & DODGE LLC	PROVIDENCE	02903-

This report must be executed by an authorized person pursuant to R.I.G.L. 7-16-66 (b).

144097

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Raymond M Mathieu — August 24, 2006
Signature of Authorized Person — *Date*

Raymond M. Mathieu
Print or Type Name of Authorized Person

144097 DOMESTIC 08/21/06 04:19:39 PM
FILED
File Date AUG 28 2006
Check No.
By
FOR SECRETARY OF STATE USE ONLY

35-082806

Form 632 Rev. 12/05