DESISTO & FEODOROFF

Attorneys At Law

450 Veterans Memorial Parkway, Suite 103 East Providence, RI 02914

Anthony DeSisto ad@desisto.necoxmail.com Katherine McNamara Feodoroff * kmf@desisto.necoxmail.com Joelle C. Sylvia * ics@desisto.necoxmail.com

Telephone 401.421.0170 Facsimile 401.270-4878

*also admitted in Massachusetts

July 22, 2009

Attention: Corporations Division Office of the Secretary of State 148 W. River Street Providence, RI 02904-2615

Re:

Powell Training & Nutrition Systems, LLC

Corporate I.D. Number: 160593

Dear Sir or Madam:

Please accept this correspondence as my withdrawal as registered agent for the above referenced Limited Liability Company.

Thank you for your assistance in this matter.

AD/kas

K:Powell/resigned llc agent



State of Rhode Island and Providence Plantations

Office of the Secretary of State / Corporations Division

A. Ralph Mollis

Secretary of State

July 27, 2009

Powell Training & Nutrition Systems, LLC 286 Maple Avenue Barrington, RI 02806

Corporations Division

Business Section

Phone: 401-222-3040 Fax: 401-222-1309 corporations@sec.state.ri.us

Business Information Center

Phone: 401-222-2185 Fax: 401-222-1309 businessinfo@sec.state.ri.us

Notary & Trademark Sections

Phone: 401-222-1487 Fax: 401-222-3879 notaries@sec.state.ri.us trademarks@sec.state.ri.us

UCC Section

Phone: 401-222-3040 Fax: 401-222-3879 ucc@sec.state.ri.us

148 W. River Street Providence, RI 02904-2615 RE: Corporate ID# 160593
Powell Training & Nutrition Systems, LLC

Dear Sir or Madam:

This is to notify you that this office received on July 27, 2009 the resignation of Anthony DeSisto, Esq. as Resident Agent of the above-named limited liability company, a copy of which is enclosed. Section 7-16-11 of the General Laws of the State of Rhode Island states that "unless, a later time is specified in the resignation, it is effective thirty (30) days after it is filed."

Pursuant to the provisions set forth in Section 7-16-11 of the General Laws of the State of Rhode Island, "each domestic or foreign registered limited liability company shall have a resident agent for service of process on the limited liability company". In order to ensure that your authority to conduct business will remain intact, please file a Change of Resident Agent form with this office.

To file online using Visa, MasterCard or American Express, visit www.sec.state.ri.us/corps and simply click on the "File Corporations Online" link. If you do not have a CID and PIN or have forgotten your CID and/or PIN, please contact us at corp_pin@sec.state.ri.us.

If you prefer to use cash or check, visit www.sec.state.ri.us. Simply click on the "Corporation Forms" link to download a form. You can mail the form to us with your payment or visit our office to file in person. Of course, we will provide a hardcopy of the Change of Agent form upon request.

Thank you for your cooperation.

Sincerely,

Catherine Caprio Albanese Manager of Data and Information Services

Corporations Division

enc.

Corporations Division, 148 West River Street, Providence, RI 02904 (401) 222-3040

eure apris Marse