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**IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, PLEASE CONTACT
THE BALLY TOTAL FITNESS HOTLINE AT 888-830-4664**

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
BALLY TOTAL FITNESS OF)	
GREATER NEW YORK, INC., <u>et al.</u> ,)	Case No. 08-14818 (BRL)
)	
Debtors.)	Jointly Administered
)	

**NOTICE OF FILING EXHIBITS
A, B, C, E, F, G, AND J TO THE JOINT PLAN OF REORGANIZATION
OF THE DEBTORS UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On July 7, 2009, Bally Total Fitness Holding Corporation and its direct and indirect subsidiaries in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors") filed their Amended Joint Plan of Reorganization of the Debtors Under Chapter 11 of the Bankruptcy Code [Docket No. 1218] (the "Plan") and a related disclosure statement [Docket No. 1220] (the "Disclosure Statement").

2. On July 9, 2009, the Court entered its Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Joint Plan of Reorganization of the Debtors Under Chapter 11 of the Bankruptcy Code, (III) Scheduling Hearing on Confirmation of the Plan, (IV) Approving Procedures for Notice of the Confirmation Hearing and for Filing Objections to Confirmation of the Plan, and (V) Granting Related Relief [Docket No. 1232] (the "Disclosure Statement Approval Order").

3. Pursuant to the Disclosure Statement Approval Order, the Debtors have filed the following Exhibits to the Plan:

- Exhibit A Executory Contracts and Unexpired Leases to be Rejected
- Exhibit B Executory Contracts and Unexpired Leases to be Assumed with Cure Costs
- Exhibit C Summary of Restructuring Transactions
- Exhibit E Amended and Restated Certificates of Incorporation of the Reorganized Debtors
- Exhibit F New Bally Warrant Agreement
- Exhibit G Initial Directors of Reorganized Bally
- Exhibit J Shareholder Agreement of Reorganized Bally

4. **If you have any questions concerning this notice, or request a copy of the Plan, the Disclosure Statement, the Disclosure Statement Approval Order, or any Exhibit thereto, you may (i) contact the Bally Total Fitness hotline at 888-830-4664, (ii) visit the Debtors' restructuring website at <http://kccllc.net/bally>, or (iii) write to Bally Total Fitness Corporation Claims Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, California 90245.**

5. **Copies of the Plan, the Disclosure Statement, the Disclosure Statement Approval Order, or any Exhibit thereto may also be obtained from the Court's website at <http://ecf.nysb.uscourts.gov>.**

Dated: New York, New York
July 31, 2009

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