

<b>No. C 145564</b>	<b>Due no later than September 30, 2007 Annual Report Form</b>		<b>2. Registered Agent and Office NO PO BOX</b>												
<b>Return to:</b> <b>SECRETARY OF STATE</b> <b>450 NORTH FOURTH STREET</b> <b>PO BOX 83720</b> <b>BOISE, ID 83720-0080</b>  <b>NO FILING FEE IF</b> <b>RECEIVED BY DUE DATE</b>	<b>1. Mailing Address - Correct in this box, if applicable</b>  <b>HEALTH FITNESS CORPORATION</b> <b>3600 AMERICAN BLVD WEST</b> <b>STE 560</b> <b>MINNEAPOLIS, MN 55431</b>		<b>NATIONAL REGISTERED AGENTS INC</b> <b>1423 TYRELL LN</b> <b>BOISE, ID 83706</b>												
	<b>3. New Registered Agent Signature</b>														
<b>4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.</b> <table border="1"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td colspan="6" style="text-align: center;">See Attached</td> </tr> </tbody> </table>				<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	See Attached					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>										
See Attached															
<b>5. Organized Under the Laws of:</b>  <b>MINNESOTA</b> <b>C 145564</b>	<b>6.</b> <b>Signature</b> <u>W.W. Winn</u> <b>Date</b> <u>9-26-07</u> <b>Name</b> <small>(Typed or Printed)</small> <u>Wesley W. Winn</u> <b>Title</b> <u>CFO</u>														

Issued 07/02/2007

**Do Not Tape or Staple**

200709002549

**OFFICERS/DIRECTORS  
HEALTH FITNESS CORPORATION**

**Gregg O. Lehman, PhD**  
President/CEO/Director

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**Wesley W. Winnekins**  
Treasurer/CFO

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**James Narum**  
V.P. of Operations

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**Jeanne Crawford**  
V.P. of Human Resources/Secretary

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**John Satorius**  
Assistant Secretary

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**Mark Sheffert**  
Director/Chairman of the Board

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**Jerry V. Noyce**  
Director/Vice Chairman of the Board

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**James Bernards**  
Director

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**K. James Ehlen, M.D.**  
Director

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**John C. Penn**  
Director

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**Linda Hall Whitman**  
Director

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**Rodney A. Young**  
Director

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431

**Robert J. Marzec**  
Director

BUSINESS ADDRESS: 3600 American Blvd West, Suite 560, Minneapolis, MN 55431