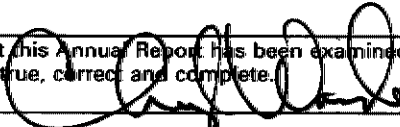


No. C109491	Annual Report Form 1995 Due No Later Than November 30,		2. Registered Agent and Office NOT A P.O. BOX																			
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct, If Not Correct STAR FITNESS, INC. JOHN A WARDLE 8995 W CHINDEN MERIDIAN ID 83642		FOLEY & FREEMAN CHARTERED 77 E IDAHO STE 300 MERIDIAN ID 83642 3. Organized Under the Laws of: ID C109491																			
4. Corporations: Enter Names and Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)																						
<table border="0"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>President</td> <td>John A. Wardle</td> <td>8995 W Chinden</td> <td>Meridian</td> <td>ID</td> <td>83642</td> </tr> <tr> <td>Secretary</td> <td>Cheryl A. Wardle</td> <td>8995 W Chinden</td> <td>Meridian</td> <td>ID</td> <td>83642</td> </tr> </tbody> </table>					Office held	Name	Street or P.O. Address	City	State	Zip	President	John A. Wardle	8995 W Chinden	Meridian	ID	83642	Secretary	Cheryl A. Wardle	8995 W Chinden	Meridian	ID	83642
Office held	Name	Street or P.O. Address	City	State	Zip																	
President	John A. Wardle	8995 W Chinden	Meridian	ID	83642																	
Secretary	Cheryl A. Wardle	8995 W Chinden	Meridian	ID	83642																	
5. NATURE OF BUSINESS HEALTH & FITNESS		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature  Date 7-23-96 Name (Typed or Printed) Cheryl Wardle Title Sec.																				

ISSUED: 07-06-1995

14487