

AFFIDAVIT IN LIEU OF BULK SALES NOTICES

COMES NOW SCOTT D. SURFACE, as the President of SEYMOUR HEALTH & FITNESS CLUB, INC., an Indiana corporation, located at 2012 East Tipton Street, Seymour, IN 47274, who does state the following:

1. That all of the business assets of SEYMOUR HEALTH & FITNESS CLUB, INC., which are being sold to BCALM & FIT, LLC (an Indiana limited liability company), according to the terms and conditions of the Business Assets Purchase Agreement entered into as of November 23, 2011, are free and clear of all obligations and encumbrances.
2. That there are no judgments or pending lawsuits existing against said property; nor are there any replevins, attachments or executions issued against the business; nor has any petition in bankruptcy or arraignment proceedings been filed by or against SEYMOUR HEALTH & FITNESS CLUB, INC., or by or against SCOTT D. SURFACE, the officer of SEYMOUR HEALTH & FITNESS CLUB, INC.

This Affidavit is made to induce BCALM & FIT, LLC to accept the transfer of business assets and to pay the agreed consideration therefore. It is also made in lieu of compliance with the bulk transfer of assets provisions contained in the Uniform Commercial Code as adopted by the State of Indiana, and to assure Purchaser that there are no creditors of SEYMOUR HEALTH & FITNESS CLUB, INC., who are entitled to statutory notice of this sale transaction.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, as of this 23rd day of November, 2011.

A handwritten signature in cursive script, reading "Scott Surface", written over a horizontal line.