

**United States Bankruptcy Court
Northern District of Indiana**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Second Fitness, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): DBA Hansen Fitness	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all): 74-3114250	Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): 5814 Industrial Road Fort Wayne, IN	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 46825	ZIP Code
County of Residence or of the Principal Place of Business: Allen	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
---	---	---

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Check one box: Chapter 11 Debtors <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
--	---

Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.																					
Estimated Number of Creditors <table style="width:100%; text-align: center;"> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1,000-5,000</td> <td>5,001-10,000</td> <td>10,001-25,000</td> <td>25,001-50,000</td> <td>50,001-100,000</td> <td>OVER 100,000</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </table>		1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000	<input checked="" type="checkbox"/>	<input type="checkbox"/>								
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000												
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>												
Estimated Assets <input checked="" type="checkbox"/> \$0 to \$10,000 <input type="checkbox"/> \$10,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$100 million <input type="checkbox"/> More than \$100 million																					
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$100 million <input type="checkbox"/> More than \$100 million																					

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Second Fitness, LLC
---	--

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
--	--

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Statement by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):
Second Fitness, LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

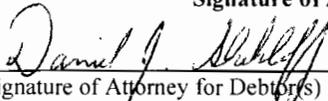
X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney

X  _____
Signature of Attorney for Debtor(s)

Daniel J. Skekloff 146-02
Printed Name of Attorney for Debtor(s)

Skekloff, Adelsperger & Kleven, LLP
Firm Name

927 South Harrison Street
Fort Wayne, IN 46802

Address

Email: www.sak-law.com

260/407-7000 Fax: 260/407-7137
Telephone Number

October 8, 2007
Date

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X  _____
Signature of Authorized Individual

Dale S. Hansen
Printed Name of Authorized Individual

Owner
Title of Authorized Individual

8 Oct 07
Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

**United States Bankruptcy Court
Northern District of Indiana**

In re Second Fitness, LLC
Debtor

Case No. _____

Chapter 11

Exhibit "A" to Voluntary Petition

- If any of debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is N/A.
- The following financial data is the latest available information and refers to debtor's condition on October 5, 2007.

a. Total assets	\$	<u>91,901.96</u>	
b. Total debts (including debts listed in 2.c.,below)	\$	<u>711,871.10</u>	
c. Debt securities held by more than 500 holders.			Approximate number of holders
secured / /	unsecured / /	subordinated / /	
	\$	<u>0.00</u>	<u>0</u>
secured / /	unsecured / /	subordinated / /	
	\$	<u>0.00</u>	<u>0</u>
secured / /	unsecured / /	subordinated / /	
	\$	<u>0.00</u>	<u>0</u>
secured / /	unsecured / /	subordinated / /	
	\$	<u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock		<u>0</u>	<u>0</u>
e. Number of shares of common stock		<u>0</u>	<u>0</u>

Comments, if any:

- Brief description of debtor's business:
Sales and service of commercial/home fitness equipment.
- List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:
Dale Hansen

**United States Bankruptcy Court
Northern District of Indiana**

In re Second Fitness, LLC

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Custom Companies Inc. 94338 Eagle Way Chicago, IL 60678-9430	Custom Companies Inc. 94338 Eagle Way Chicago, IL 60678-9430			2,525.68
Custom Sports Surfacing 17045 El Camino Real, #119 Houston, TX 77058	Custom Sports Surfacing 17045 El Camino Real, #119 Houston, TX 77058			4,195.00
Fitness Master 11419 Mathis #200 Farmers Branch, TX 75234	Fitness Master 11419 Mathis #200 Farmers Branch, TX 75234			64,799.79
Ford Motor Credit P.O. Box 64400 Colorado Springs, CO 80962	Ford Motor Credit P.O. Box 64400 Colorado Springs, CO 80962	F-150	Contingent	19,500.00
Ford Motor Credit P.O. Box 64400 Colorado Springs, CO 80962	Ford Motor Credit P.O. Box 64400 Colorado Springs, CO 80962	Focus	Contingent	16,500.00
Fort Wayne Newspapers 600 West Main Street P.O. Box 100 Fort Wayne, IN 46801-0100	Fort Wayne Newspapers 600 West Main Street P.O. Box 100 Fort Wayne, IN 46801-0100			1,721.58
Freeman Enterprises 4317 Flagstaff Cove Fort Wayne, IN 46815	Freeman Enterprises 4317 Flagstaff Cove Fort Wayne, IN 46815			35,000.00
GMAC P.O. Box 10729 Midland, TX 79702-7729	GMAC P.O. Box 10729 Midland, TX 79702-7729	Mailbu silver	Contingent	21,350.00
GMAC P.O. Box 2182 Greeley, CO 80632	GMAC P.O. Box 2182 Greeley, CO 80632	Malibu - black	Contingent	19,750.00
Granite Broadcasting Corp. 3401 Butler Road Fort Wayne, IN 46808	Granite Broadcasting Corp. 3401 Butler Road Fort Wayne, IN 46808			1,227.00
Indigital Telecom 5312 W. Washington Center Rd. Fort Wayne, IN 46818	Indigital Telecom 5312 W. Washington Center Rd. Fort Wayne, IN 46818			1,737.01

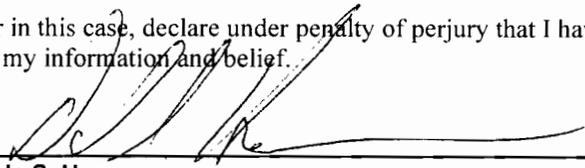
LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
J & B Importers P.O. Box 930849 Atlanta, GA 31193-0849	J & B Importers P.O. Box 930849 Atlanta, GA 31193-0849			2,409.99
Matrix 1610 Landmark Drive Cottage Grove, WI 53527	Matrix 1610 Landmark Drive Cottage Grove, WI 53527			112,405.41
Nautilus 16400 SE Nautilus Dr. Vancouver, WA 98683	Nautilus 16400 SE Nautilus Dr. Vancouver, WA 98683			46,205.90
One Communications 2150 Holmgren Way Green Bay, WI 54304	One Communications 2150 Holmgren Way Green Bay, WI 54304			892.19
PCE Fitness 795 W. 1700 South, Suite 3 Salt Lake City, UT 84104	PCE Fitness 795 W. 1700 South, Suite 3 Salt Lake City, UT 84104			885.00
Quantum Fitness Corp. 10245 W. Airport Stafford, TX 77477	Quantum Fitness Corp. 10245 W. Airport Stafford, TX 77477			12,409.50
Woodway W229 N591 Foster Court Waukesha, WI 53186	Woodway W229 N591 Foster Court Waukesha, WI 53186			30,520.41
Yellow Pages P.O. Box 95450 Atlanta, GA 30347-0450	Yellow Pages P.O. Box 95450 Atlanta, GA 30347-0450			888.00
York Barbell Company 3300 Board Road York, PA 17406	York Barbell Company 3300 Board Road York, PA 17406			6,609.00

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Owner of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 8 Oct 07

Signature 
Dale S. Hansen
Owner

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Northern District of Indiana**

In re Second Fitness, LLC

Debtor(s)

Case No. _____

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	\$	20,525.00 retainer to be applied to hourly rates
Prior to the filing of this statement I have received.....	\$	3,436.00 for pre- petition services
Balance Due.....	\$	Hourly rates: \$220-\$260/hr - partners \$150/hr - associates

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed] Representation of Debtor-in-Possession in chapter 11 proceeding.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service: Any non-bankruptcy related representation.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: _____

Daniel J. Skekloff (#146-02)
Skekloff, Adelsperger & Kleven, LLP
927 South Harrison Street
Fort Wayne, IN 46802
260/407-7000 Fax: 260/407-7137
www.sak-law.com

**United States Bankruptcy Court
Northern District of Indiana**

In re Second Fitness, LLC

Debtor(s)

Case No. _____

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	20,525.00 retainer to be applied to hourly rates
Prior to the filing of this statement I have received	\$	3,436.00 for pre- petition services
Balance Due..	\$	Hourly rates: \$220-\$260/hr - partners \$150/hr - associates

2. The source of the compensation paid to me was:
 Debtor Other (specify):
3. The source of compensation to be paid to me is:
 Debtor Other (specify):
4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
 I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
d. [Other provisions as needed] Representation of Debtor-in-Possession in chapter 11 proceeding.
6. By agreement with the debtor(s), the above-disclosed fee does not include the following service: Any non-bankruptcy related representation.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: October 8, 2007



Daniel J. Skekloff (#146-02)
Skekloff, Adelsperger & Kleven, LLP
927 South Harrison Street
Fort Wayne, IN 46802
260/407-7000 Fax: 260/407-7137
www.sak-law.com

**United States Bankruptcy Court
Northern District of Indiana**

In re Second Fitness, LLC
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

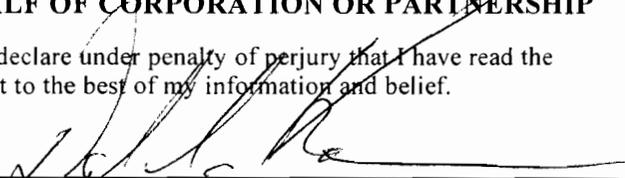
Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Dale Hansen		100%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Owner of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date 8 Oct 07

Signature 
Dale S. Hansen
Owner

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.*

**United States Bankruptcy Court
Northern District of Indiana**

In re Second Fitness, LLC
Debtor(s)

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, the Owner of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: 09 Oct 07



Dale S. Hansen/Owner
Signer/Title

CARRIAGE DESIGNS
10125 EBY ROAD
FORT WAYNE, IN 46835

CUSTOM COMPANIES INC.
94338 EAGLE WAY
CHICAGO, IL 60678-9430

CUSTOM SPORTS SURFACING
17045 EL CAMINO REAL, #119
HOUSTON, TX 77058

DALE HANSEN
10125 EBY ROAD
FORT WAYNE, IN 46835

FITNESS FORUM
2855 MILLER DRIVE
PLYMOUTH, IN 46563

FITNESS MASTER
11419 MATHIS #200
FARMERS BRANCH, TX 75234

FORD MOTOR CREDIT
P.O. BOX 64400
COLORADO SPRINGS, CO 80962

FORT WAYNE NEWSPAPERS
600 WEST MAIN STREET
P.O. BOX 100
FORT WAYNE, IN 46801-0100

FREEMAN ENTERPRISES
4317 FLAGSTAFF COVE
FORT WAYNE, IN 46815

GE COMMERCIAL DISTRB. FINANCE
P.O. BOX 74677
CHICAGO, IL 60675-5677

GMAC
P.O. BOX 10729
MIDLAND, TX 79702-7729

GMAC
P.O. BOX 2182
GREELEY, CO 80632

GRANITE BROADCASTING CORP.
3401 BUTLER ROAD
FORT WAYNE, IN 46808

IDEARC MEDIA CORP.
P.O. BOX 619810
D/FW AIRPORT
DALLAS, TX 75261-9810

INDIANA DEPARTMENT OF REVENUE
N203 ATTN: BANKRUPTCY
100 N. SENATE AVE.
INDIANAPOLIS, IN 46204

INDIANA MICHIGAN POWER
P.O. BOX 24407
CANTON, OH 44701

INDIGITAL TELECOM
5312 W. WASHINGTON CENTER RD.
FORT WAYNE, IN 46818

INTERNAL REVENUE SERVICE
230 S. DEARBORN ST., ROOM 2560
STOP 5014 CHI
CHICAGO, IL 60604

INTERNAL REVENUE SERVICE
DEPT. OF TREASURY
40 LAKEMOUNT RD.
NEWPORT, VT 05855-1555

INTERNAL REVENUE SERVICE
CINCINNATI, OH 45999-0149

J & B IMPORTERS
P.O. BOX 930849
ATLANTA, GA 31193-0849

KAREN HANSEN
10125 EBY ROAD
FORT WAYNE, IN 46835

LANCOR LLC
C/O KAREN T. MOSES
111 E. WAYNE ST.
FORT WAYNE, IN 46802

LANCOR, LLC
JEFFERSON CENTRE, LLC
4807 ILLINOIS ROAD
FORT WAYNE, IN 46804

MATRIX
1610 LANDMARK DRIVE
COTTAGE GROVE, WI 53527

NAUTILUS
16400 SE NAUTILUS DR.
VANCOUVER, WA 98683

ONE COMMUNICATIONS
2150 HOLMGREN WAY
GREEN BAY, WI 54304

PCE FITNESS
795 W. 1700 SOUTH, SUITE 3
SALT LAKE CITY, UT 84104

PENTECH
222 SW COLUMBIA STREET, #1000
PORTLAND, OR 97201-6602

QUANTUM FITNESS CORP.
10245 W. AIRPORT
STAFFORD, TX 77477

ROAD RUNNER DAWES
4900 S. PENNSYLVANIA AVE.
CUDAHY, WI 53110-8903

SAJA MOTOR FREIGHT LINE INC.
P.O. BOX A STATION 1
HOUMA, LA 70363

SOCIAL SECURITY ADMINISTRATION
5800 FAIRFIELD #235
FORT WAYNE, IN 46807

THE FORT
1005 PRODUCTION ROAD
FORT WAYNE, IN 46808

WOODWAY
W229 N591 FOSTER COURT
WAUKESHA, WI 53186

YELLOW BOOK USA
6300 C STREET SW
CEDAR RAPIDS, IA 52404

YELLOW PAGES
P.O. BOX 95450
ATLANTA, GA 30347-0450

YORK BARBELL COMPANY
3300 BOARD ROAD
YORK, PA 17406

CARRIAGE DESIGNS
10125 EBY ROAD
FORT WAYNE, IN 46835

CUSTOM COMPANIES INC.
94338 EAGLE WAY
CHICAGO, IL 60678-9430

CUSTOM SPORTS SURFACING
17045 EL CAMINO REAL, #119
HOUSTON, TX 77058

DALE HANSEN
10125 EBY ROAD
FORT WAYNE, IN 46835

FITNESS FORUM
2855 MILLER DRIVE
PLYMOUTH, IN 46563

FITNESS MASTER
11419 MATHIS #200
FARMERS BRANCH, TX 75234

FORD MOTOR CREDIT
P.O. BOX 64400
COLORADO SPRINGS, CO 80962

FORT WAYNE NEWSPAPERS
600 WEST MAIN STREET
P.O. BOX 100
FORT WAYNE, IN 46801-0100

FREEMAN ENTERPRISES
4317 FLAGSTAFF COVE
FORT WAYNE, IN 46815

GE COMMERCIAL DISTRIB. FINANCE
P.O. BOX 74677
CHICAGO, IL 60675-5677

GMAC
P.O. BOX 10729
MIDLAND, TX 79702-7729

GMAC
P.O. BOX 2182
GREELEY, CO 80632

GRANITE BROADCASTING CORP.
3401 BUTLER ROAD
FORT WAYNE, IN 46808

IDEARC MEDIA CORP.
P.O. BOX 619810
D/FW AIRPORT
DALLAS, TX 75261-9810

INDIANA DEPARTMENT OF REVENUE
N203 ATTN: BANKRUPTCY
100 N. SENATE AVE.
INDIANAPOLIS, IN 46204

INDIANA MICHIGAN POWER
P.O. BOX 24407
CANTON, OH 44701

INDIGITAL TELECOM
5312 W. WASHINGTON CENTER RD.
FORT WAYNE, IN 46818

INTERNAL REVENUE SERVICE
230 S. DEARBORN ST., ROOM 2560
STOP 5014 CHI
CHICAGO, IL 60604

INTERNAL REVENUE SERVICE
DEPT. OF TREASURY
40 LAKEMOUNT RD.
NEWPORT, VT 05855-1555

INTERNAL REVENUE SERVICE
CINCINNATI, OH 45999-0149

J & B IMPORTERS
P.O. BOX 930849
ATLANTA, GA 31193-0849

KAREN HANSEN
10125 EBY ROAD
FORT WAYNE, IN 46835

LANCOR LLC
C/O KAREN T. MOSES
111 E. WAYNE ST.
FORT WAYNE, IN 46802

LANCOR, LLC
JEFFERSON CENTRE, LLC
4807 ILLINOIS ROAD
FORT WAYNE, IN 46804

MATRIX
1610 LANDMARK DRIVE
COTTAGE GROVE, WI 53527

NAUTILUS
16400 SE NAUTILUS DR.
VANCOUVER, WA 98683

ONE COMMUNICATIONS
2150 HOLMGREN WAY
GREEN BAY, WI 54304

PCE FITNESS
795 W. 1700 SOUTH, SUITE 3
SALT LAKE CITY, UT 84104

PENTECH
222 SW COLUMBIA STREET, #1000
PORTLAND, OR 97201-6602

QUANTUM FITNESS CORP.
10245 W. AIRPORT
STAFFORD, TX 77477

ROAD RUNNER DAWES
4900 S. PENNSYLVANIA AVE.
CUDAHY, WI 53110-8903

SAJA MOTOR FREIGHT LINE INC.
P.O. BOX A STATION 1
HOUMA, LA 70363

SOCIAL SECURITY ADMINISTRATION
5800 FAIRFIELD #235
FORT WAYNE, IN 46807

THE FORT
1005 PRODUCTION ROAD
FORT WAYNE, IN 46808

WOODWAY
W229 N591 FOSTER COURT
WAUKESHA, WI 53186

YELLOW BOOK USA
6300 C STREET SW
CEDAR RAPIDS, IA 52404

YELLOW PAGES
P.O. BOX 95450
ATLANTA, GA 30347-0450

YORK BARBELL COMPANY
3300 BOARD ROAD
YORK, PA 17406

United States Bankruptcy Court
Northern District of Indiana

In re Second Fitness, LLC

Debtor(s)

Case No.

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Second Fitness, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

October 8, 2007
Date

Daniel J. Skekloff
Daniel J. Skekloff 146-02
Signature of Attorney or Litigant
Counsel for Second Fitness, LLC
Skekloff, Adelsperger & Kleven, LLP
927 South Harrison Street
Fort Wayne, IN 46802
260/407-7000 Fax:260/407-7137
www.sak-law.com