

FORESTCITY

Fitness Brokers Co.
Mr. Jeff Levine
16449 Haskins Rd.
Chagrin Falls, Ohio 44023

August 3, 2009

Dear Jeff:

FITNESS EQUIPMENT:

As National Accounts Manager for Forest City Enterprise and the individual who oversees the purchase of fitness equipment; you know how strongly I feel about maintaining a standard in our fitness centers.

Recently, it has come to my attention that a few companies were attempting to impose territorial restrictions on who could provide their equipment to us in various regions of the country. We choose to do business with Fitness Brokers because of the insight that you provide on the many equipment manufacturers that exist; and the high level of customer support that we receive from you. We value the knowledge and honesty that you bring to the table when we need equipment for a fitness center. In short, Fitness Brokers Company is our preferred vendor for all fitness center equipment.

In summary:

1. In the future, should this circumstance arrive, Forest City Enterprise will cease all equipment purchases from any manufacturer that attempts to control who we purchase our equipment from.
2. Fitness Brokers Co is our preferred vendor; any supplier who attempts to circumvent our relationship will lose the privilege of doing business with Forest City.
3. Jeff Levine and Gene Weiss are authorized to recommend to Forest City all equipment suppliers, product lines and pricing offered by the respective suppliers; and are authorized to recommend discontinuing business with any supplier who does not establish through Fitness Brokers Co. a National or Key Account price structure that Fitness Brokers Co can extend to Forest City.

Sincerely,

Jeffrey J Dodig

Jeffrey J. Dodig
National Accounts Manager
Forest City Enterprise, Inc.