



Dear Woodside Member,

First and foremost, I value your membership at the Woodside Health & Tennis Club and want to thank you for your continued loyalty and support. At this time, I would like to take the opportunity to introduce to you the Woodside Village development and explain how it will improve the Club as well as enhance your membership experience.

What is Woodside Village?

Woodside Village is a proposed multi-use development designed as a new town center for the City of Westwood, integrating the Woodside Health & Tennis Club with 330 new luxury residential units, 35,000 square feet of retail shops, and an energized public realm. The Shops at Woodside Village will offer a collection of select neighborhood stores and eateries anchored by a Green Acres local organic and natural grocery store which will host a weekly farmer's market within a short walking distance from the Club entrance.

As a practical standpoint, a portion of the Village will be built on property currently occupied by Woodside fitness facilities, tennis courts, and parking lots that are now operating on the south side of 47th Place. New Club facilities will be built on the north side of 47th Place adjacent to the main clubhouse to both replace the aforementioned areas being removed and to also improve logistics at the Club by locating all facilities exclusively on the north side of the street.

The plans for Woodside Village have not yet been approved and are currently being considered by the City of Westwood pursuant to a formal approvals process, which is open to the public. You may have seen the large signs on Rainbow Boulevard and 47th Place providing notice of the first public Planning Commission meeting set to take place Monday, August 1st, 2011. This will be the first of many upcoming meetings when our plans will be reviewed by City officials and the public. If you are interested in learning more about our plans or otherwise following the public approvals process, then I would invite you to please visit www.woodside-village.com.

What improvements are planned for the Woodside Health & Tennis Club?

A number of exciting improvements are planned for the Woodside Health & Tennis Club as part of the overall development at Woodside Village.

New Fitness Facilities

The centerpiece of the planned improvements at the club is a new 35,000 square foot building that will connect to the main clubhouse allowing all indoor facilities to be located in one location, resulting in increased energy, activity, and member utilization of equipment. A new 4-lane indoor lap pool will allow the Club to offer aqua aerobics and season long lap swimming for

members for the first time in Club history. Open and expansive work-out rooms will nearly double the Club's current capacity for exercise equipment and cardiovascular machines. Four group exercise rooms with state-of-the-art technology will be added throughout the new building, including three rooms which will offer additional workout options for members such as boot camps, a boxing gym, cross training classes, and other exciting and innovative programs. New yoga, pilates, and cycling studios will be built as a part of the expansion that will nearly double the capacity of current rooms. Additional locker rooms, dedicated stretching areas, a pro shop, and a medical clinic are also planned for the new building. For detailed floor plans, I invite you to please visit www.woodside-village.com.

The new building and reorganized club will also allow Woodside to become more family friendly. Two new child care facilities will be built, one replacing the current nursery and another focusing on play areas dedicated to children up to 12 years old. In addition, the club's future layout will allow children full-time use of one of the main fitness rooms, while maintaining the adults-only feel for the majority of the club that members have come to enjoy.

Renovated Pools

A major renovation to the outdoor pool areas is also planned. Expansive new pool decks will be built, increasing the amount of space available for new luxury lounge furniture and an abundance of landscaping. Cabanas with hammocks, communal dining tables, and gaming activities will offer more opportunities for recreation and relaxation. A progressive salt water filtration system will provide healthy, chemical free pool water for swimmers. In addition, Woodside plans to extend its pool season by keeping the pools open for a full six month period in order to allow members to take greater advantage of one of the club's most popular amenities.

Additionally, the Woodside Village development proposes to dramatically improve the adult pool lifestyle with an expanded pool bar and outdoor lounge area with day beds, a fire pit and intimate lighting including later hours of operation for early evening activity. A greater focus on families also continues with exciting additions to the family pool area, including new amenities that will focus on kids of all ages. A new baby pool section with increased shading, fountains, a splash pad for toddlers, and lounge seating for parents will be built. A new water slide, diving board, and an outdoor play area will be constructed. The entrance to the family pools will be renovated and reorganized, with major improvements to the bath house, including family bathrooms, new locker rooms and showers, an improved snack bar, and open air kid's clubhouse on the second floor that will have a variety of fun games. For a detailed site plan and renderings, please visit www.woodside-village.com.

New Tennis Facilities & Parking Structure

A new tennis center with 8 courts will be built adjacent to the main club house. While current plans call for 4 outdoor courts and 4 flexible indoor/outdoor courts, we are still considering further options for adding additional indoor courts as well. Court programming will be adjusted to make sure the courts are available for members as needed.

Much of the club parking will be consolidated underneath the new tennis courts in a subterranean entry-controlled parking structure, which will allow members to enjoy weather protected, secure parking while using the club.

How will this affect your membership?

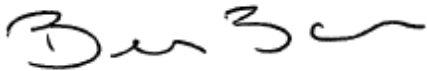
Our goal is to ensure that we continue to provide you with the best Club possible and well into the future. These planned improvements will expand Woodside's capacity and dramatically enhance the facilities in terms of size, quality and logistics. In addition, the physical expansion will allow us to offer a variety of new amenities and innovative programs for our Members. We hope our plans demonstrate a strong commitment to continual progress at Woodside and are proud to announce that this major investment will result in zero increase in your membership dues.

We are now working on a phasing strategy to make certain that any inconvenience to our members is minimized throughout the construction process. It is important to note that none of the facilities on the south side of 47th Place will be removed until the new structures are actually built and fully operational. In addition, the renovation to the pools will occur in the off-season and will therefore not provide any disruption whatsoever during the summer season.

I am personally very excited about the future of Woodside and hope you are too. If you have any questions, concerns, or ideas that you would like to share, please feel free to contact Katie McLean at (913) 831-0034 or kmclean@clubwoodside.com. If you would like to show your support for our plans, please visit www.woodside-village.com.

Thank you for your consideration as we look forward to hearing from you.

Best Regards,

A handwritten signature in black ink, appearing to read "Blair Tanner". The signature is fluid and cursive, with the first name "Blair" being more prominent than the last name "Tanner".

Blair Tanner,

President / Owner, Woodside Health & Tennis Club