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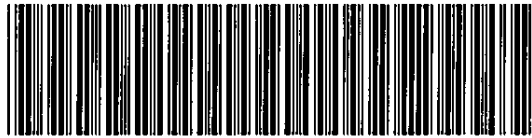
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 856377 7193709

AUTHORIZATION :

COST LIMIT : \$ 25.00

FILED
07 APR 18 AM 11:15
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

ORDER DATE : April 18, 2007

ORDER TIME : 12:31 PM

ORDER NO. : 856377-010

CUSTOMER NO: 7193709

DOMESTIC AMENDMENT FILING

NAME: WELLNESS WATCHERS GLOBAL, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake -- EXT# 2959

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
WELLNESS WATCHERS GLOBAL, LLC**

FILED
07 APR 18 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The date of the filing of the Articles of Organization of Wellness Watchers Global, LLC, a Florida limited liability company, was December 18, 2006, with an organizational date deemed effective November 30, 2006, and assigned document number L06000119925.

SECOND: The following amendment to the Articles of Organization was adopted by the limited liability company:

RESOLVED, that Article IV of the Articles of Organization, is deleted in its entirety and amended to read as follows:

ARTICLE IV

The name and address of each Manager or Managing Member is as follows:

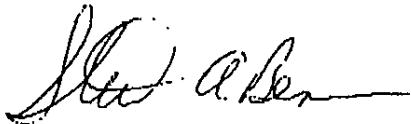
<u>Title</u>	<u>Name and Address:</u>
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MGRM	Stuart A. Benson 1289 Clint Moore Road Boca Raton, FL 33487
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MGRM	Donald L. Hayes 529 Avenida del Verdor San Clemente, CA 92672
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MGRM	Deonn Hayes 529 Avenida del Verdor San Clemente, CA 92672
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Dated: April 16, 2007



Stuart A. Benson, Authorized representative
of the Managing Members