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BASIC AMENDMENT

REXALL SUNDOWN, INC.

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Carlotte Ca



## FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

July 11, 2003

REXALL SUNDOWN, INC. 6111 BROKEN SOUND PRWY NW BOCA RATON, FL 33487US

SUBJECT: REXALL SUNDOWN, INC.

REF: 513398

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document

The name of the person signing the document must be typed or printed beneath or opposite the signature.

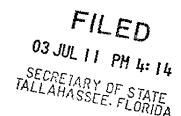
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, Teresa Brown Document Specialist FAX Aud. #: H03000231228 Letter Number: 203A00041093

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## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



	Rexall Sundown.	Inc.
	(present name)	
	513398	
<del></del> -	Document Number of Corpor	ation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I: The name of the corporation shall be RS OLDCO, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued thates, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: July 10, 2 003		
FOURTE	: Adoption of Amendment(s) (CRECK ONE)		
2	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
Ε	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group emitted to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient		
	for approval by(voting group)"		
<b>E</b>	The amendment(s) was/were adopted by the board of directors without shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
	Signed this /D day of July 2003		
Signature_	Ulle ve		
	(By the Chairman or View Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Richard Werber		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	(Typed or printed name)		
	(131s)		