

F00000001739

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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2009 JAN 20 PM 4:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

TB

1-27-09

LIFESYNC

Holdings, Inc.

January 16, 2009

VIA FEDERAL EXPRESS

Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: GMP Companies, Inc.
Document Number: F00000001739

Dear Sir or Madam:

Enclosed please find a fully executed original Profit Corporation Application by Foreign Corporation to File Amendment to Application for Authorization to Transact Business In Florida for GMP Companies, Inc along with a copy of Certificate of Amendment of Certificate of Incorporation as filed with the Delaware Secretary of State on November 5, 2008. In addition, enclosed is a check in the amount of \$35.00 to cover your filing fees.

Please forward all correspondence regarding this filing to the attention of Patrice Hunter, Paralegal, One East Broward Boulevard, Suite 1701, Fort Lauderdale, FL 33301.

For further information regarding this filing contact me at 954-745-3504.

Sincerely,



Patrice Hunter
Paralegal

Enclosures (check)

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F00000001739

(Document number of corporation (if known))

1. GMP COMPANIES, INC.

(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE

(Incorporated under laws of)

3. 03/27/2000

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? NOVEMBER 5, 2008

5. LIFESYNC HOLDINGS, INC.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

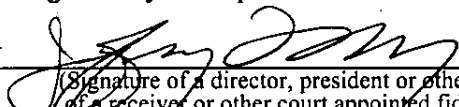
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Jeffrey Raney

(Typed or printed name of person signing)

Secretary

(Title of person signing)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GMP COMPANIES, INC.", CHANGING ITS NAME FROM "GMP COMPANIES, INC." TO "LIFESYNC HOLDINGS, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF NOVEMBER, A.D. 2008, AT 12 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



3179128 8100

081094388

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6976997

DATE: 11-19-08

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:00 PM 11/05/2008
FILED 12:00 PM 11/05/2008
SRV 081094388 - 3179128 FILE

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

GMP COMPANIES, INC. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: Resolutions setting forth a proposed amendment to the Certificate of Incorporation of the Company (the "Amendment") were duly adopted by the Board of Directors at a meeting held on September 8, 2008 and presented to the holders of a majority of the shares of capital stock of GMP COMPANIES, INC. ("corporation") for their approval.

SECOND: That thereafter, approval of the Amendment was obtained from the holders of the necessary number of shares of the corporation required by statute in accordance with Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said Amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the Certificate of Incorporation of the corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article I the following new Article I:

FIRST: The name of the Corporation is LIFESYNC HOLDINGS, INC. (hereinafter sometimes referred to as the "Corporation").

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 24 day of October, 2008

By: [Signature]
Name: Shelley Harris
Title: President