

F10000005523

Florida Department of State
Division of Corporations
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To:

Division of Corporations
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Account Name : C T CORPORATION SYSTEM
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
WINCHESTER ACQUISITION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

RECEIVED
11 JAN 31 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

11 JAN 31 AM 11:43

609
2/1/11
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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)

F10000005523
(Document number of corporation (if known))

1. Winchester Acquisition, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 12/16/2010
(Incorporated under laws of) (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? January 27, 2010
5. Bio-Engineered Supplements & Nutrition, 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.

Brenda's Nathan

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

BRENDAS NATHAN

(Typed or printed name of person signing)

SECRETARY

(Title of person signing)

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TALLAHASSEE, FLORIDA

FEB 1 2010

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 "WINCHESTER, INC.", CHANGING ITS NAME FROM "WINCHESTER, INC." TO "BIO-ENGINEERED SUPPLEMENTS & NUTRITION, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2011, AT 1:31 O'CLOCK P.M.

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

4906538 8100

110087249

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8524626

DATE: 01-27-11

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:35 PM 01/27/2011
FILED 01:31 PM 01/27/2011
SRV 110087243 - 4906538 FILE

**CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION
OF WINCHESTER, INC.**

The undersigned, Brendan Mahon, Secretary of Winchester, Inc., a Delaware corporation (the "Corporation"), with the purpose of amending the Corporation's Certificate of Incorporation, does hereby certify that:

1. Article One of the Corporation's Certificate of Incorporation is amended in its entirety to provide as follows:

**"ARTICLE I.
NAME**

"The name of the corporation is Bio-Engineered Supplements & Nutrition, Inc."

2. This amendment to the Certificate of Incorporation of the Corporation was duly adopted and approved in accordance with the provisions of Section 242(b)(1) of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned authorized officer of the Corporation has executed this Certificate of Amendment of Certificate of Incorporation on this 27th day of January, 2011.


Brendan Mahon, Secretary