



3521 Silverside Road
Suite 2K - Quillen Building
Wilmington, Delaware 19810
(302) 695-5502
Fax: (302) 695-5350

F98000004204

January 15, 2001

Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600003555576--6
-01/19/01--01072--005
*****35.00 *****35.00

**RE: Legacy USA, Inc. - FEIN 51-0379466
Florida Corporation No. F98000004204**

Dear Sir or Madam:

Enclosed for filing is our Application by a Foreign Profit Corporation to File an Amendment for the above-referenced corporation.

The Application requests only a change of the name of the corporation from Legacy USA, Inc. to Legacy for Life, Inc. A State of Delaware Certificate of Name Change, as well as a check for \$35.00, is also enclosed.

Please contact the undersigned at the address shown above or at (302) 695-5503 if you have any questions. Thank you for your assistance in this matter.

Very truly yours,

**Legacy for Life, Inc.,
DCV, Inc. its sole shareholder**

Mary M. McAteer

Mary M. McAteer
Senior Legal Assistant

Enclosures

*gave author to correct
date in Section I*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JAN 19 PM 3:56

FILED

*ac
1-22-01
n/c*

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)

1. LEGACY USA, INC.
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE 3. JULY 23, 1998
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? OCTOBER 06, 2000
5. LEGACY FOR LIFE, 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.
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

Mark J. Gundersen
Signature

MARK J. GUNDERSEN
Typed or printed name

1-15-01
Date

VICE PRESIDENT
Title

FILED
01 JAN 19 3:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "LEGACY USA, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "LEGACY FOR LIFE, INC.", THE SIXTH DAY OF OCTOBER, A.D. 2000, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0855462

DATE: 12-14-00