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TALLAHASSEE, FLORIDA

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TRANSMITTAL

TO:

Secretary Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

FROM:

WALTER M. TOVKACH, ESQUIRE

COMMENTS:

RE: OPTIMAL WEIGHT LOSS L.L.C. Enclosed please find an original plus one copy of the Certificate of Amendment for the referenced LLC. Please file this and provide us with an original copy of same. Enclosed is a check in the amount of \$55.00 (\$25 for amendment, \$30 for copy).

December 15, 2004

2004 DEC 16 PM 12:37
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF ORGANIZATION
OF OPTIMAL WEIGHT LOSS, LIMITED LIABILITY COMPANY**

THIS TO CERTIFY THAT:

FIRST: This Certificate amends the Articles of Organization (the "Articles" of OPTIMAL WEIGHT LOSS Limited Liability Company.

SECOND: The Articles were filed with the Florida Department of State on August 19, 2003.

THIRD: The name of the Limited Liability Company as originally filed has been changed to OPTIMAL WEIGHT, L.L.C.

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this 10th day of December, 2004.

Patricia Gregory
PATRICIA GREGORY
Managing Member

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**UNANIMOUS CONSENT OF MEMBERS
TO AMEND ARTICLES OF ORGANIZATION**

The undersigned, being all of the members of OPTIMAL WEIGHT LOSS Limited Liability Company, a Florida limited liability company (the "Company"), hereby consent to the following amendment to the Articles of Organization of the Company:

The name of the Company as originally filed pursuant to the Articles of Organization shall be changed to OPTIMAL WEIGHT, L.L.C.

The undersigned hereby designate PATRICIA GREGORY as the authorized person to have prepared and to execute and file a Certificate of Amendment to the Articles of Organization for the purpose of effecting the foregoing amendment.

To evidence our consent, we hereby execute this document, which may be executed in counterparts, each of which shall be deemed to be an original, but all of which shall be deemed to be one and the same document, on the date(s) respectively set forth below our signatures and direct that PATRICIA GREGORY place this document among the records of the Company.


PATRICIA GREGORY

Dated December 10, 2004

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2004 DEC 16 PM 12:37
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TALLAHASSEE, FLORIDA