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TALLAHASSEE, FLORIDA

J. BRYAN OCT 6 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FIT FOR LIFE USA, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Anastasios Tom Spyredes, P.A.
(Name of Person)

Simon, Sigalos, Spyredes, P.A.
(Firm/Company)

120 East Palmetto Park Road, Suite 100
(Address)

Boca Raton, Florida 33432
(City/State and Zip Code)

For further information concerning this matter, please call:

Anastasios Tom Spyredes at (561) 447-0017
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

2004 OCT - 5 PM 1:49
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

FIT FOR LIFE USA, LLC

(Present Name)
(A Florida Limited Liability Company)

2004 OCT -5 PM 1:49
JULIA H. HARRIS, CLERK
TALLAHASSEE, FLORIDA

FIRST: The Articles of Organization were filed on September 27, 2004 and assigned document number L04000070234.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

Article I

The name of the Limited Liability Company shall be:

FIT FOR LIFE FRESH FOOD USA, LLC

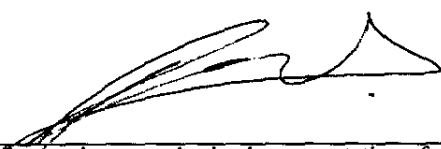
Article II

The street address of the principal office of the Limited Liability Company will be:

801 S. Federal Highway, Apt. 417
Pompano Beach, Florida 33062

The mailing address of the Limited Company will be: 801 S. Federal Hwy., Apt. 417
Pompano Beach, Florida 33062.

Dated September 29, 2004, _____.



Signature of a member or authorized representative of a member

Marwan Saad

Typed or printed name of signee

Filing Fee: \$25.00