

L05000649057

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(Business Entity Name)

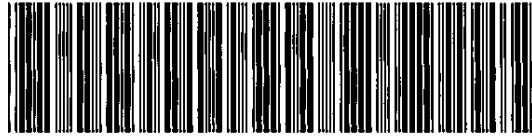
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 067548 4328337

AUTHORIZATION :

COST LIMIT : \$ 35.00 25% ALC

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ORDER DATE : August 23, 2007

ORDER TIME : 10:46 AM

ORDER NO. : 067548-005

CUSTOMER NO: 4328337

DOMESTIC AMENDMENT FILING

NAME: BETTER BODY SHOP OF NAPLES,
LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Kelly Courtney -- EXT# 2916

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BETTER BODY SHOP OF NAPLES, LLC
(A Florida Limited Liability Company)

FILED
07 AUG 23 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Authorized Representative for BETTER BODY SHOP OF NAPLES, LLC, a Florida limited liability company (the "Company"), hereby amends the Articles of Organization for the Company, as follows:

FIRST: The Articles of Organization were filed on May 17, 2005 and assigned document number L050000049057.

SECOND: This amendment is submitted to amend the following:

Article V of the Articles of Organization is hereby deleted and replaced with the following:

Article V – Manager(s):

The Company is managed by Managers and the name and address of each Manager is as follows:

Title:
"MGR" = Manager

Name and Address:

MGR

LIEBIG MANAGEMENT, INC.
3409 Westview Drive
Naples, Florida 34104

Dated: August 23, 2007

BETTER BODY SHOP OF NAPLES, LLC,
a Florida limited liability company

By: /s/ Lynne M. Rader
Lynne M. Rader, Authorized Representative