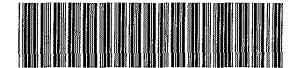
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Albert M. Salem, Jr.
Board Certified Civil Trial Specialist
and Specialist in Business Litigation
Member of Florida and North Carolina Bars

Diana K. Wallace

July 29, 2003

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

> Re: Filing Articles of Amendment Heartbeat International, Inc.

Dear Department of State:

We would like to file the enclosed articles of amendment. We have included a check in the amount of \$43.75 for payment of filing fee and a certified copy.

Thank you very much for your assistance in this matter.

Sincerely,

Eamon P. Bolten,

Assistant to Mr. Albert

M. Salem, Esq.



ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



HEARTBEAT	INTERNATIONAL	OF	WEST	CENTRAL	FLORIDA,	INC.	
(present name)							
N9300005376							
(Document Number of Corporation (If known)							

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR FIRST: DELETED.) Article 1

> The name of the corporation has been changed to: HEARTBEAT INTERNATIONAL WORLDWIDE, INC.

SECOND	: The date of adoption of the amend	ment(s) was: July 19, 2003			
THIRD:	•				
	The amendment(s) was(were) add cast for the amendment was suff	pted by the members and the number of votes cient for approval.			
	There are no members or members amendment(x) was(were) adopte	rs entitled to vote on the amendment. The d by the board of directors.			
	An Sat				
	Signature of Chairman, Vice\C	nairman, President or other officer			
	Albert M.	Salem, Jr.			
Typed or printed name					
	Director/Vice Chairman	7/19/03			
	Title	Date			

July 19, 2003