CAPITAL CONNECTION, INC. PODO0017289

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

| Star Fitness Inc. | 3000031709337 |
|--|--|
| | -03/15/0001039022 *****35.00 *****35.00 |
| | Art of Inc. File |
| • | LTD Partnership File |
| | Foreign Corp. File |
| | L.C. File |
| | Fictitious Name File |
| | Trade/Service Mark |
| | Merger File Art. of Amend. File Photo |
| | I ≒ing |
| | RA Resignation Dissolution / Withdrawal |
| | |
| | Annual Report / Reinstatement Cert. Copy |
| | <u> </u> |
| | Certificate of Good Standing |
| | Certificate of Status |
| | Certificate of Fictitious Name |
| M () | |
| C. COULLIETTE MAR 1 5 2000 | Officer Search |
| C. COULLIETTE MAIN | Fictitious Search |
| Signature | Fictitious Owner Search |
| Signature | Vehicle Search |
| | Driving Record |
| Requested by: LM 3/15 923 | UCC 1 or 3 File |
| $\frac{LM}{Name} = \frac{31/5}{Date} = \frac{923}{Time}$ | UCC 11 Search |
| Name Date Time | UCC 11 Retrieval |
| Walk-In Will Pick Up | Courier |

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

| | , | | (|)F | | TEST ! | |
|-------|----------------------------|--|---|---|---|----------------------------------|---------------|
| | | ST | AR FITNESS, | INC. | <u> </u> | | - · · |
| | | re | AR FITNESS, | , INC. | | | To the second |
| , | Pursuant to tion adopts | the provisions of the following ar | of section 607.10 ticles of amendi | XX, Florida St nett to its arti | atutes, the unders Icles of tricorpora | signed corpora- non: | |
| shall | FIRST: be changed | Amendment(| s) adopted: A Pitness, Inc | mendment #1 | 1 - The name | of the Corpo | ratic |
| | SECOND: | If an amendm tion of issued contained in t | ent provides fo shares, provis he amendment | r an exchange ions for imple itself, are as f | e, reclassification ementing the amo follows: | i or cancella- undment if not | |
| , | THIRD: | The date of each | ch amondment' | s adoption: _ | 3/14/00 | | ī ·. |
| | FOURTH | Adoption of A | mendment(s) (| check one) | · | | |
| | X The ar withou | nendment(s) w ut shareholder i | as/were adopte action and shar | d by the incor cholder action | porators or boat n was not require | rd of directors ed. | |
| _ | The ar | mendment(s) wa | as/were approv endment(s) was | ed by the shar s/were sufficie | reholders. The tent for approval. | iumber of | |
| | | | | | | h vating groups. | |
| | | r ' The Cillowin | | st be separately | y provided for ea | | |
| | | | | | nent(8) was/were | sufficient for | |

(continued)

(voling group)

approval by__

| Signed thisday ofMar | ch 14 | | Acceptance of the second secon |
|--|----------------------|----------------------|--|
| STAR FITNESS | S, INC. | | |
| (Corporat | ion Namel | | |
| 1/ | | | _ |
| By Humbert Jose | up- | stare President or | same an um formation. |
| Chalman or Vice Chairman other officer if adopted by the | he shareholders) | Mark Library | • |
| (A director or incorporator If | adopted by the direc | etors or Incorporate | ors) |
| | | | |
| HUMBERTO LOZA | NO - | | eer was in the second in the |
| (Typed or pr | rinted name) | rra anas | ्रीता है। जाता की अंध्य ाम प्रेडिय |
| DIRECTOR | | | |
| | [វេទ] | | 2 L 1987 |