

## Belgravia Corporate Services Limited

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Our Ref: KE/at/ 8<sup>th</sup> October 2002

200000041020

Division of Corporations P O Box 6327 Tallahassee FL 32314 USA 600008340976---7 -10/11/02--01075--003 \*\*\*\*\*315.00 \*\*\*\*\*\*43.75

Dear Sir or Madam

Re: GNC IT Inc & Geoffrey Nathan Consulting Inc

Please find enclosed the articles of amendment listed below for the above referenced companies together with our cheques for \$43.75 and \$315.00.

- Articles of Admendment for GNC IT Inc (Appoint Officer)
- Articles of Admendment for GNC IT Inc (Change Capital Stock)
- Articles of Admendment for GNC IT Inc (Change of Name)
- 2 x Officer Resignations for GNC IT Inc
- Articles of Admendment for Geoffrey Nathan Consulting Inc (Appoint Officer)
- Articles of Admendment for Geoffrey Nathan Consulting Inc (Change Capital Stock)
- 2 x Officer Resignations for Geoffrey Nathan Consulting Inc

If you have any questions concerning this matter please do not hesitate to contact our office.

Yours sincerely

Alan Thomson

Senior Administrator

Sobola Mangalan

Licensed by the Isle of Man Financial Supervision Commission as a Corporate Carrier B.

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

| GNCIT | INC  |
|-------|--|
|       |  |
|       |  |
|       | (present name)                             |
|       | P00000410 <b>2</b> 9                       |
|       | (Document Number of Corporation (If known) |

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I

NAME

CHANGE NAME TO: GEOFFREY NATHAN CORPORATION INC



**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| THIRD: The date of each amendment's adoption: 25th September 2002 |   |  |
|---|---|--|
| FOURTH: Adoption of Amendment(s) (CHECK ONE)                      |   |  |
| Ø   | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.   |  |
|   | The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): |  |
|   | "The number of votes cast for the amendment(s) was/were sufficient for approval by  |  |
|   | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.   |  |
|   | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.  |  |
| Signature   | Signed this 25th day of September, 2002.  |  |
| Signature_  | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)   |  |
|   | OR  |  |
|   | (By a director if adopted by the directors)   |  |
|   | OR  |  |
|   | (By an incorporator if adopted by the incorporators)  |  |
|   | Alan Thomasor / 1. (Typed or printed name)  |  |
|   | (Title)   |  |

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