

## Belgravia Corporate Services Limited

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Division of Corporations P O Box 6327 Tallahassee FL 32314 USA

900008340949----10/11/02--01075--003 \*\*\*\*\*315.00 \*\*\*\*\*\*43.79

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

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## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

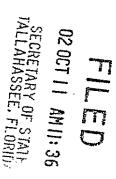
| GNC IT INC                                 |  |
|--------------------------------------------|--|
|                                            |  |
| (present name)                             |  |
| P0000004102©                               |  |
| (Document Number of Corporation (If known) |  |

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 III

CAPITAL STOCK



**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:

The maximum number of shares of stock that this corporation is authorised to have outstanding at any one time is 49 shares of common stock having \$1.00 par value per share.

| THIRD:     | The date of each amendment's adoption: 9 117 2002                                                                                                                                                         |
|------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| FOURTH:    | Adoption of Amendment(s) (CHECK ONE)                                                                                                                                                                      |
| Ą          | 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.                                                                                |
| ·          | Signed this 17th day of September, 2002 STA                                                                                                                                                               |
| 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)                                                                                                                                                      |
|            | A                                                                                                                                                                                                         |
|            | Typed or printed name)                                                                                                                                                                                    |
|            | (-)F F                                                                                                                                                                                                    |
|            | DIRECTOR                                                                                                                                                                                                  |
|            | (Title)                                                                                                                                                                                                   |