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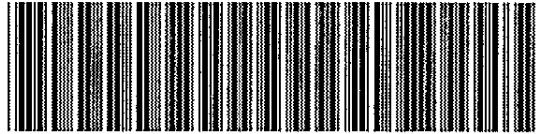
(Business Entity Name)

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FELECIA G. ZIEGLER, ESQUIRE

FELECIA@HHBSLAW.COM

August 16, 2006

Florida Department of State
Division of Corporations
Corporate Filings
409 East Gaines Street
Tallahassee, FL 32399

To Whom It May Concern:

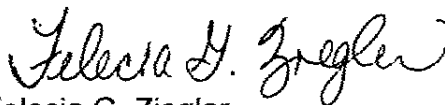
Enclosed for filing please find the **ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION** bearing a signature date of August 8, 2006, along with our check number 3601 in the amount of \$43.75 for the applicable filing fees and fees to obtain a **certified copy** of the **ARTICLES OF AMENDMENT** for the following entity:

Good Health Network, Inc.
Document No.: P00000042077

Upon receipt, please date stamp the copy of the letter provided and return it along with the certified copy of the Articles of Amendment to Harris, Harris, Bauerle & Sharma, 1201 East Robinson Street, Orlando, Florida 32801-2115. A self-addressed stamped envelope is provided.

Thank you for your assistance in this matter.

Very truly yours,


Felecia G. Ziegler

FGZ/mef
Enclosures
Via Federal Express 7910 8781 8190

GOOD HEALTH NETWORK, INC.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

The undersigned, acting in his capacity as the Chief Executive Officer of Good Health Network, Inc. (the "Corporation"), a Florida Corporation, on behalf of the Corporation, has executed these Articles of Amendment to Articles of Incorporation, as unanimously approved and adopted by the Board of Directors of the Corporation by unanimous written consent pursuant to Florida Statutes, §607.0821, dated June 5, 2006 and as approved by the holders of a majority of the Corporation's capital stock in an action by written consent, pursuant to Florida Statutes, § 607.0704, dated August 8, 2006. The number of votes cast by the shareholders by written consent was sufficient for approval.

These Articles of Amendment amend the Corporation's Articles of Incorporation, as filed with the Florida Department of State on April 24, 2000, and as amended by the Articles of Amendment to the Articles of Incorporation, as filed with the Florida Department of State on January 19, 2001, February 11, 2003, May 23, 2005, and June 6, 2005.

The Corporation's Articles of Incorporation are hereby amended to read as follows:

ARTICLE IV CAPITAL STOCK

4. Authorized Stock. The Corporation is authorized to issue 30,000,000 shares of capital stock.

4.1 Common Stock. The aggregate number of shares of Common Stock which the Corporation shall have authority to issue is 20,000,000, with par value of \$0.0001 per share.

4.2 Preferred Stock. The aggregate number of shares of Convertible Preferred Stock which the Corporation shall have authority to issue is 7,400,000, with par values of \$0.0001 per share, upon such terms and conditions, including dividend preferences and conversion privileges as may be authorized by the Board of Directors of the Corporation. Of the authorized shares of Preferred Stock, 614,240 shares shall be designated "Series A Convertible Preferred Stock" with the rights, preferences, privileges and restrictions as set forth in the succeeding provisions of this Article IV, and 2,600,000 shares shall be designated "Series B Convertible Preferred Stock" with the rights, preferences, privileges and restrictions as set forth in the succeeding provisions of this Article IV, except that the Series A Convertible Preferred Stock shall have priority in dividend and liquidation rights over the Series B Convertible Preferred Stock. The balance of the shares of authorized Preferred Stock may be divided into such number of series as the Board of Directors may determine. The Board of Directors is authorized to

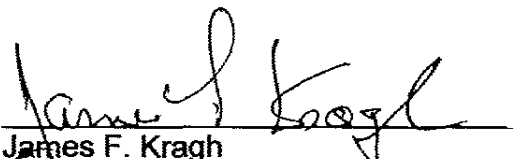
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determine and alter the rights, preferences, privileges and restrictions granted to and imposed upon any wholly unissued series of Preferred Stock, including a preference with respect to any other series of Preferred Stock, and to fix the number of shares and designation of any such series of Preferred Stock. The Board of Directors, within the limits and restrictions stated in any resolution or resolutions of the Board of Directors originally fixing the number of shares constituting any series, may increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series.

The effective date of these Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

IN WITNESS THEREOF, the Articles of Amendment have been signed by the Chairman and Chief Executive Officer of the Corporation this 8th day of August 2006.

GOOD HEALTH NETWORK, INC.

By: 
Name: James F. Kragh
Title: Chairman of the Board of Directors and
Chief Executive Officer