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(City/State/Zip/Phone #)

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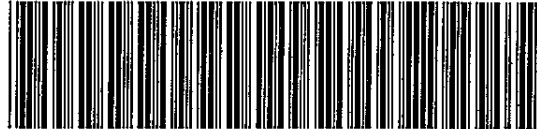
(Business Entity Name)

(Document Number)

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FILED STATE  
SECRETARY OF CORPORATIONS  
2004 JAN 20 PM 3:50

*Handwritten signature*

*01/28/04*

*Re*

January 12, 2004

Florida Dept. Of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

Sub.: Amendment for SYNERGY HEALTH & FITNESS STUDIO, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Amendment to Articles of Incorporation for the subject corporation.
2. A check in the amount of \$35.00 to cover the filing fees for the Amendment to the existing Articles.

Kindly acknowledge filing of this Amendment to the Articles of incorporation, in compliance with Florida law and return the certified copy of the Amendment to the Articles of Incorporation to the undersigned at Atlantic Paralegal Services, Inc., 1592 N. WHY A/A., Satellite Beach, FL 32937. (321) 773-2020.

Thank you for your assistance in this matter.

  
David Rivers

AMENDMENT TO ARTICLES  
TO  
ARTICLES OF INCORPORATION  
OF

SYNERGY HEALTH & FITNESS STUDIO, INC.

FILED STATE  
SECRETARY OF CORPORATIONS  
2001 JAN 20 PM 3:50

ARTICLE I.

The name of the Corporation is SYNERGY HEALTH & FITNESS STUDIO, INC., was duly incorporated as of October 16, 2000 by the State of Florida.

ARTICLE VII

The business and affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall be comprised of one (1) member.

The name and address of the director of the Corporation is as follows:

DAVID RIVERS  
2955 Pineda Cswy., Suite 201  
Melbourne, Florida 32940

ARTICLE VIII

The name and address of the officer of the Corporation is as follows:

DAVID RIVERS  
2955 Pineda Cswy., Suite 201  
Melbourne, Florida 32940



DAVID RIVERS of 2955 Pineda Cswy., Suite 201, Melbourne ,  
Florida 32940 shall continue the position of Director, Officer,  
President and Registered Agent for the Corporation effective  
January 1, 2004.


The address of the Corporation will remain the same.

The Director and Shareholder of the Corporation adoption of this  
amendment was January 1, 2004, at their Special Meeting.

The effective date of the adoption by the Directors,  
Shareholders and Officers of the above mentioned Amendments was  
January 1, 2004.

All other Articles unchanged.

IN WITNESS WHEREOF, the undersigned has executed this  
Amendment on the 12th day of January, 2004 in Satellite Beach,  
Florida.

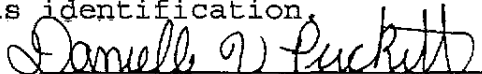
  
DAVID RIVERS  
Director, Officer-President  
Registered Agent

STATE OF FLORIDA  
COUNTY OF BREVARD

Before me personally appeared DAVID RIVERS who has SWORN TO  
AND SUBSCRIBED before me this 12<sup>th</sup> day of January, 2004, to be  
the person who executed this Amendment, and he acknowledged  
before me that he executed this Amendment for SYNERGY HEALTH 7  
FITNESS STUDIO, INC., on behalf of the Corporation and has  
presented FL/DL as identification.



Danielle V. Puckett  
Commission #DD262058  
Expires: Oct 26, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
Notary Public