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Florida Department of State  
Division of Corporations  
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Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
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## BASIC AMENDMENT

BEAR WELLNESS, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
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| Estimated Charge      | \$35.00 |

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DIVISION OF CORPORATIONS

Amend

S. PAYNE JUL 16 2001

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bear Wellness, Inc.

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:** Amendments adopted: ARTICLE V OFFICERS DIRECTORS

Mary E. Prados resigns her offices as Officer and Treasurer

Upon motion duly made and seconded, the following was unanimously elected to serve as Secretary for the ensuing year until a successor is elected:

420 Lincoln Road  
Miami Beach, FL 33139

**SECOND:** Date of each amendment's adoption: June 18, 2001

**THIRD:** Adoption of the Amendments

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 18th day of June, 2001

Signature

Isabel Lopez, President