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September 30, 2002

VIA CERTIFIED MAIL

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-10/02/02--01050--005  
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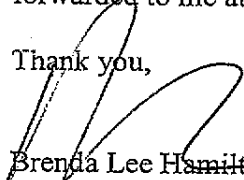
RE: Certificate of Amendment

Enclosed herewith please find one (1) original and one (1) photocopy of the Certificate of Amendment for World Health Alternatives, Inc. along with our firm's check in the amount of \$43.75 representing the following fees:

Filing Fee	\$35.00
Certified Copy	\$ 8.75
Total	\$43.75

Please return to us a certified copy of the Certificate of Incorporation in the enclosed self-addressed stamped envelope. All correspondence regarding this filing should be forwarded to me at the above address.

Thank you,

  
Brenda Lee Hamilton  
For the Firm

Enc.

FILED  
02 OCT -2 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10-3  
Amend

**CERTIFICATE OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF WORLD HEALTH ALTERNATIVES, INC.**

1. Name of Corporation: WORLD HEALTH ALTERNATIVES INC.
2. The Board of Directors of WORLD HEALTH ALTERNATIVES, INC. adopted the resolution approving the amendment to the Articles of Incorporation on September 27, 2002.
3. This amendment to the Articles of Incorporation of WORLD HEALTH ALTERNATIVES INC. does not adversely affect the rights or preferences of the holders of outstanding shares of any class or series and does not result in the percentage of authorized shares that remain unissued after the division exceeding the percentage of authorized shares that were unissued before the division or combination.
4. The authorized common stock of the Corporation shall be increased from 100,000,000 shares of common stock to 200,000,000 shares of common stock.
5. This amendment to the Articles of Incorporation of was made in connection with the two (2) share for one (1) share forward stock split of WORLD HEALTH ALTERNATIVES INC.'s common stock increasing WORLD HEALTH ALTERNATIVES INC.'s authorized common stock from 100,000,000 to 200,000,000 shares.
6. Article 4 of the Articles of Incorporation of WORLD HEALTH ALTERNATIVES INC. is deleted in its entirety and replaced with the following:

**"ARTICLE IV**

**The maximum number of common shares this Corporation is authorized to issue is 200,000,000 shares of common and 100,000,000 shares of preferred. "**

7. This amendment was adopted by the Board of Directors without shareholder approval and shareholder action was not required.

Signatures (Required):



EDWARD SICELOFF, PRESIDENT AND DIRECTOR

**FILED**  
02 OCT -2 AM 10:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORIGINAL