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To:

Division of Corporations

Fax Number : (850) 205-0380

From:

Account Name : A 1 A CORPORATE SERVICES, INC.

Account Number: 120010000247
Phone: (800)494-3124
Fax Number: (305)675-2811

Participation of the second of

BASIC AMENDMENT

NUTRIFIT INTERNATIONAL.INC.

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Articles of Amendment to Articles of Incorporation NUTRIFIT INTERNATIONAL.INC. (Name of corporation as currently filed with the Florida Dept. of State) P02000055683 (Document number of corporation (if known) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: NEW CORPORATE NAME (if changing): (must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) The principal place of business and mailing addrees hereby changes to: 1065 94TH ST BAY HARBOR ISLANDS FL 33154 Hereby EFRAIN WARENS at 6994 SILVER OAK DRIVE MIAMI LAKES FL 33014 resigns as Registered Agent. Hereby JAIRO ZULETA at 1065 94TH ST BAY HARBOR ISLANDS FL 33154 is appointed as Registered Agent. X JAIRO ZULETA, REGISTERED AGEN Hereby ALEXANDER ROSA at 3738 NW 23RD AVE APT 4 MIAMI FL 33142-5315 is appointed as President. Hereby the address under which JAIRO ZULETA is listed as Director changes to: 1065 94TH ST BAY HARBOR ISLANDS FL 33154 (Attach additional pages if necessary)

(continued)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

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The date	of each amendment(s) adoption:
Effective of	date if applicable:
	(no more than 90 days after amendment file date)
Adoption	of Amendment(s) (CHECK ONE)
2	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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
	(voting group)
	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 thi	s 7th day of November 2005
	Signature (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
	appointed indicially by that inductary)
	JAIRO ZULETA
	(Typed or printed name of person signing)
	Director
	(Title of a supply size in a)