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SO MIAN	TAWRENCE, TORNEY AT LAW SUITE 2000 S.W. 8TH STREET AI, FLORIDA 33130 dress)	- -	
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 02 DEC -4 PM 2: 26 INLLAHASSEE. FLORIDA

Beta-Nutrition, Inc. (present name)

PO2 0000 872 68
(Document Number of Corporation (If known)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1 is hereby Amended. The name of the corporation shall be:

Betancourt Nutritum, Inc.

If an amendment provides for an exchange, reclassification or cancellation of issued SECOND: shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: $11-24-02$		
FOURTH	: Adoption of Amendment(s) (CHECK ONE)		
đ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 this 24th day of November 2002.		
Cianatura	XM		
Signature __	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Torse Betanoort (Typed or printed name)		
	President-		