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**BASIC AMENDMENT**  
**PLANTATION WORKOUT EXPRESS, INC.**

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*Amendment*

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**ARTICLES OF AMENDMENT TO  
PLANTATION WORKOUT EXPRESS, INC.**

Pursuant to the provisions of Section 607, Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The Articles of Incorporation are hereby amended by deleting Article VII and VIII in their entirety and substituting the following in lieu thereof:

**ARTICLE VII**

**DIRECTORS:** The corporation shall have one (1) director and the number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than one (1).

**ARTICLE VIII**

**DIRECTORS:** The names and addresses of the director(s) who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

**NAME**

***Michelle Coleman***

**ADDRESS**

***1330 NW 13<sup>th</sup> Street, Apt. #6  
Boca Raton, Florida 33486-2105***

2. This Amendment was adopted on June 25, 2003.

3. The Amendment was adopted at a joint meeting of the Shareholders and Board of Directors by a majority vote of the shareholders and directors to amend the Articles of Incorporation, as set forth in the By-Laws. The number of votes cast for the Amendment was sufficient for approval.

Signed this 25 day of June, 2003.

  
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**KAREN CUTLER, President**

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