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(Requestor's Name)

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LAW OFFICES
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MICHAEL K. FELDMAN

January 20, 2004

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

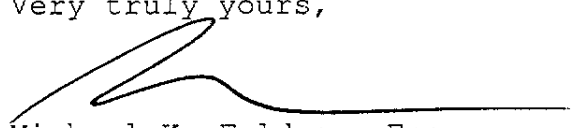
Re: Transitioning Senior Lifestyles, Inc., a Florida corporation

Dear Friends:

In regard to the above matter, please find enclosed Certificate of Amendment to Articles of Incorporation changing the name of the above corporation to "Transitioning Lifestyles and Changes, Inc.", along with our Trust Account check payable to your order in the amount of \$43.75 in payment of \$35 fee for amendment and \$8.75 for certified copy.

Please forward certified copy to the undersigned.

Very truly yours,



Michael K. Feldman, Esq.

MKF:fw

Encls.

**CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF
TRANSITIONING SENIOR LIFESTYLES, INC.**

I, the undersigned, NANCY ACKERMAN, being the sole officer,
director and shareholder of TRANSITIONING SENIOR LIFESTYLES, INC.,
a Florida corporation, file this Amendment to the Articles of
Incorporation, Amended Article I, as follows:

Article I

The name of the corporation is:

TRANSITIONING SENIOR LIFESTYLES, INC.

TRANSITIONING LIFESTYLES AND CHANGES, INC.

IN WITNESS WHEREOF, I have set my hand and seal this 31
day of December, 2003.


NANCY ACKERMAN

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly
authorized to administer oaths and take acknowledgments, personally
appeared NANCY ACKERMAN, known to me to be the person described in
and who executed the foregoing instrument, who acknowledged before
me that she executed the same, and that an oath was taken.

WITNESS my hand and official seal in the County and State last
aforesaid this 31 day of December, 2003.


Notary Public, State of Florida

Printed name of Notary Public
My Commission Expires:
Personally Known X OR
Produced the following Identification



Michael K. Feldman
My Commission DD209081
Expires May 11, 2007

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA