

P040000081025

Florida Department of State
Division of Corporations
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PRO-GYM, INC.

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TR 9/18/08



September 17, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

PRO-GYM, INC.
1710 NW 7TH STREET STE 202
MIAMI, FL 33125

SUBJECT: PRO-GYM, INC.
REF: P04000081025

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Teresa Brown
Regulatory Specialist II

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMEDEMMENT
TO
ARTICLES OF INCORPORATION
OF
PRO-GYM, INC.
(Present name)**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of incorporation:

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

ARTICLE I

The Name of the Corporation will be amended as follows:

NEW NAME:

BAD BOY GYM, INC

ARTICLE VI

The board of Directors will be amended as follows:

**LESTER VALDIVIA
1710 NW 7TH STREET STE 202
MIAMI, FLORIDA, 33125**

PRESIDENT/VICE-PRESIDENT

ARTICLE VII

Shareholders will be amended as follows:

**LESTER VALDIVIA
1710 NW 7TH STREET STE 202
MIAMI, FLORIDA. 33125**

100%

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

THIRD: The date of each amendment's adoption: 09/16/2008

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FOURTH: Adoption of amendment(s) (check one)

 X 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 adopted 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 shareholders 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 16th day of September of 2007.-

Signature

 Lester Valdivia
LESTER VALDIVIA/President

(By the chairman or Vice Chairman of the board of Directors, President or other officer if adopted by the shareholders)

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