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COR AMND/RESTATE/CORRECT OR O/D RESIGN
POWER GYM, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

POWER 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 VI

The board of Directors will be amended as follows:

MAY LARRINAGA
1710 NW 7TH STREET STE 201
MIAMI, FLORIDA. 33125

PRESIDENT/VICE-PRESIDENT

ARTICLE VII

Shareholders will be amended as follows:

MAY LARRINAGA
1710 NW 7TH STREET STE 201
MIAMI, FLORIDA. 33125

100%

ARTICLE V

The street of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

MAY LARRINAGA
1710 NW 7TH STREET STE 201
MIAMI, FLORIDA. 33125

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: 09/28/2011

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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 28th day of September 2011

Signature



MAY LARRINAGA/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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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. - The name of the Corporation is:

POWER GYM, INC

2. - The name and address of the registered agent and office is:

**MAY LARRINAGA
1710 NW 7TH STREET STE 201
MIAMI, FLORIDA 33125**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as a registered agent.

Signature: _____


President

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