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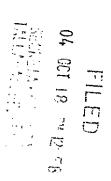
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OCTOBER 1, 2004

DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

RE: TELETHERAPY WORKS, INC.

GENTLEMEN:

ENCLOSED HEREWITH ARE THE ARTICLES OF AMENDMENT TOGETHER WITH A COPY OF SAID ARTICLES FOR TELETHERAPY WORKS, INC.

OUR CHECK IN THE AMOUNT OF \$35.00 INCLUDES THE FOLLOWING:

FILING FEE

TOTAL: \$35.00

RESPECTFULLY SUBMITTED,

SIGNER'S NAME:

IRIS NYSTROM

ADDRESS:

1206 SOUTH LAKE DRIVE #302

LANTANA, FL 33462

DAYTIME PHONE:

866-360-8255

EIN # 20-1173582

DOCUMENT # P04000083683



TELETHERAPY WORKS, INC. ARTICLES OF AMENDMENT

The original Articles of Incorporation are to be amended to read as follows:

ARTICLE V - REGISTERED AGENT

The registered agent of this corporation shall be:

IRIS NYSTROM 1206 SOUTH LAKE DRIVE #302 LANTANA, FL 33462

ARTICLE VII – PRINCIPAL OFFICE

The street address of the principal office of the corporation shall be:

1206 SOUTH LAKE DRIVE #302 LANTANA, FL 33462

ARTICLE VIII – DIRECTORS

The number of Directors of this corporation shall be at least one (1) and no more than ten (10).

The name and address of the sole current member of the Board of Directors of this Corporation is as follows:

IRIS NYSTROM 1206 SOUTH. LAKE DRIVE #302 LANTANA, FL 33462 OFFICER / DIRECTOR / REGISTERED AGENT RESIGNATION

I, Nicole Weiner, hereby resign as Officer / Director / Registered Agent of Teletherapy

Works, Inc., a corporation organized under the laws of the State of Florida and affirm that

the majority of shareholders of this corporation has voted and approved such resignation.

Nicole Weiner

Date

In reference to Article V-INITIAL REGISTERED AGENT, the former Registered Agent,

Nicole Weiner, of Teletherapy Works, Inc. is replaced by Iris Nystrom residing at 1206 S

Lake Drive #302, Lantana, FL 33462, the new Registered Agent of Teletherapy Works,

Inc. The majority of shareholders of this corporation has voted and approved the

appointment of Iris Nystrom as Officer / Director / Registered Agent of Teletherapy

Works, Inc. Ms Nystrom is familiar with and accepts the obligations of the position.

fris Niptron

SUDTIMBLE 30, 2004

Iris Nystrom

Date

TELETHERAPY WORKS, INC.

The shareholders of this corporation met on September 30, 2004 and approved

unanimously the following Amendments to the original Articles of Incorporation as

previously filed. Specifically affected are Articles V, VII, and VIII. In addition, Nicole

Weiner has submitted her resignation as Director, Officer, and Registered Agent; such

resignation has been accepted by the shareholders. The shareholders have also voted to

approve the appointment of Iris Nystrom as replacement for each of those positions

formerly held by Ms. Weiner.

Enclosed herewith are the related documents, along with a copy of said documents, along

with the fee of \$35.00.

Signed:

Iris Nystrom, President/Secretary