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DIVISION OF CORPORATIONS

BASIC AMENDMENT

SUNSHINE GNC CORP.

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ARTICLES OF AMENDMENT
OF
SUNSHINE GNC CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation has adopted the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: ARTICLE I

The new name of the Corporation shall be:

CHANG'S NATURAL PRODUCTS, INC.

SECOND: Amendment adopted: ARTICLE VI

The Board of Directors and Shareholders of the Corporation shall be composed by ONE (1) Person, whose name and address is:

JUDIMITH HERNANDEZ CHANG - PRESIDENT - 100% SHAREHOLDER
1034 SW 137TH CT.
MIAMI, FL. 33184

THIRD: The date of this amendment adoption shall be May 10, 2005.
Resting Articles of Incorporation will remain unaltered.

FOURTH: The shareholders approved the amendment adopted. The number of votes cast for this amendment was sufficient for approval.

Signed this May 10, 2005.


JUDIMITH HERNANDEZ CHANG
PRESIDENT

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