

Division of Corporations

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
FITNESS 21, INC.**

Pursuant to the provisions of Chapter 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation filed November 10, 2004 under Document No. P04000153895.

AMENDMENT ADOPTED.

The following amendment of the Articles of Incorporation was adopted by the Corporation:

Article VIII - Board of Directors/Officers.

D/P/VP Terrence O'Malley 15451 S.W. 13th Lane, Sunrise, Florida 33326

The Amendment was adopted by the Board of Directors without shareholder action and the shareholder action was not required on the 31 day of July, 2008.

Dated effective the 31 day of July, 2008.


Terence O'Malley
President/Director

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