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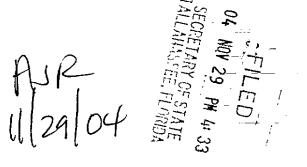


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CAPITA	L CONNE	CTION,	INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Morrell Fit	ness Group, Inc.	
		Art of Inc. File
		LTD Partnership File
		Foreign Corp. File
		L.C. File
		Fictitious Name File
		Trade/Service Mark
		Merger File
		Art. of Amend. File
		RA Resignation
		Dissolution / Withdrawal
		Annual Report / Reinstatement
		Cert. Copy
		Photo Copy
		Certificate of Good Standing
		Certificate of Status
		Certificate of Fictitious Name
		Corp Record Search
		Officer Search
		Fictitious Search
Signature		Fictitious Owner Search
_		Vehicle Search
		Driving Record
Requested by:	11/28/14 11/20	UCC 1 or 3 File
Name	Date Time	UCC 11 Search
		UCC 11 Retrieval
Walk-In	Will Pick Up	Courier

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

04 NOV 29 PM 4: 33

SECRETARY OF STATE
ALLAHASSEE, FLORIDA

Morrell Fitness Group, Inc.	ALLAHASSEE, FLORIDA
(present name)	

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

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

The Directors name should read: Brenda M. Boren

SECOND: If an amendment 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: T	he date of each amendment's adoption: November 12, 2004
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
a	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
٠	The amendment(s) was/were 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"
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
2	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	igned this 29th day of November , 19 2004.
	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	, OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Stacey Piland for Capital Connection Inc. Typed or printed name
	Incorporator
	Title