

P 93000067895

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BioFitness Systems, Inc.
P.O. Drawer 337
Pompano Beach, FL 33061

Florida Department of State
Division of Corporations
Attn: Amendments Section
409 East Gaines Street
Tallahassee, FL 32399

Re: BioFitness Systems, Inc.
P93000067895
Articles of Amendment

300004340533--8
-06/04/01--01127--005
*****43.75 *****43.75

May 30, 2001

Dear Sirs,

Enclosed, please find a check in the amount of \$43.75 (forty three dollars and seventy five cents) to cover all necessary fees (amendment and certified copy) to amend the Articles of Incorporation of the above captioned Florida Profit Corporation.

For the Corporation,



*Amend
6-11-01
PRS*

Steven R. Zeigman
As Chairman and President, BioFitness Systems, Inc.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BioFitness Systems, Inc.
P93000067895**

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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: Amendments adopted:

Article V

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

Lewis W. Currier III
1540 SW 47 Terrace
Ft. Lauderdale, FL 33317

Article VI

The Board of Directors and Officers of the Corporation and their address shall be:

Steven R. Zeigman, President and Director (Chairman of the Board)
P.O. Drawer 337
Pompano Beach, FL 33061

Patrick Young, Senior Vice President and Director
P.O. Drawer 337
Pompano Beach, FL 33061

Lewis W. Currier III, Treasurer and Director
P.O. Drawer 337
Pompano Beach, FL 33061

Arlene E. Wells-Currier, Secretary
P.O. Drawer 337
Pompano Beach, FL 33061

Roy H. Hinman, MD, Director
P.O. Drawer 337
Pompano Beach, FL 33061

Charles O Meyer, Director
P.O. Drawer 337
Pompano, Beach FL 33061

SECOND: NONE

THIRD: The date of amendment adoption is March 15th, 2001.

FORTH: The amendment was adopted by the board of directors without shareholder action and shareholder actions was not required.

Signed this 30th day of May, 2001.

A handwritten signature in cursive script, appearing to read "Steven R. Zeigman", written in dark ink.

Steven R. Zeigman, as Director and CEO
BioFitness Systems, Inc.