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March 18, 1999

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Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

> NUTRACEUTICS CORPORATION No. P94000016113

Dear Sir/Madam:

Enclosed are duplicate originals of Articles of Amendment to Articles of Incorporation of Nutraceutics Corporation. Also enclosed is our check in the amount of \$52.50 in payment of the filing fee for the Articles of Amendment, for a certified copy of the Amendment and also for a Certificate of Good Standing for the corporation. file this document and send the certified copy of the Amendment and a Certificate of Good Standing to me.

Very truly yours,

Arlene M. Stauder Legal Assistant

AMS/lm

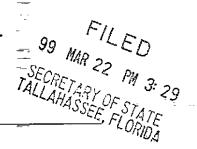
enclosures

Howard H. Kaplan, Esq.

wp162415-1

Amen 2 TIME 1999

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Nutraceutics Corporation (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)

Article VI

This corporation shall have three officers and two directors. The names and street addresses of the officers and directors who shall hold offices for the corporation until their successors are elected or appointed are:

President and Director:

Brad Sorenson

1216 Seminole Drive

Ft. Lauderdale, FL 33304

Secretary, Treasurer and Director:

Jennifer Jamieson
11 Arundel Place

St. Louis, MO 63105

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:	The date of each amendment's adoption: November 2, 1998		
FOURTI	H: Adoption of Amendment(s) (CHECK ONE)	-	
Σ	The amendment(s) was/were approved by the shareholders. The number for the amendment(s) was/were sufficient for approval.	mber of votes cast	
Ģ	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	· \	
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
C	The amendment(s) was/were adopted by the incorporators without shareholder action was not required.	shareholder action and —	
	Signed this 18 day of February, 19 99		
Signature (By the Chairman or 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)			
	Jennifer Jamieson	<u>-</u>	
	Typed or printed name	=	

Secretary and Treasurer
Title