Florida Department of State

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To:

Division of Corporations

Fax Number

: (850)205-0380

From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

Phone

: (305)634-3694

Fax Number

: (305)633-9696

BASIC AMENDMENT

MCL BODY SHOP, INC.

Costificate	0.000 000 000 000 000 000 000 000 000 0
Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 7, 2001

MCL BODY SHOP, INC. 5303 N.W. 7TH STREET BAY G MIAMI, FL 33126

SUBJECT: MCL BODY SHOP, INC.

REF: P94000019783

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

FROM RESEARCHING THE ORIGINAL ARTICLES OF INCORPORATION: ARTICLE VII IS DIRECTORS AND IS CORRECT; ARTICLE VIII IS INCORPORATORS AND CANNOT BE CHANGED; THERE IS NO ARTICLE XIII.

THE STATEMENT OF ACCEPTANCE BY REGISTERED AGENT IS NOT ENOUGH TO CHANGE THE REGISTERED AGENT. THE AGENT INFFORMATION IS CONTAINED IN ARTICLE V AND THIS IS THE ARTICLE THAT WOULD BE AMENDED TO CHANGE THE AGENT.

IF SUBSCRIBERS ARE TO BE ADDED, AN ADDITIONAL ARTICLE MAY BE ADDED. THE NEXT ARTICLE WOULD BE NUMBER XIII-SUBSCRIBERS.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson Corporate Specialist

FAX Aud. #: E01000087837 Letter Number: 901A00045411 H 01000087837

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

MCL BODY SHOP, INC.

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

FIRST:

Amendment adopted: Exchange

Article V Article VII Article XIII

Article V

NEW REGISTERED AGENT

NAME

ADDRESS

Jose Ramon Diaz

5303 N.W. 7th ST Bay G

Miami, FL 33126

Article VII DIRECTORS

NAME

ADDRESS

Jose Ramon Diaz

5303 N.W. 7th ST Bay G

President

Miami, FL 33126

Article XIII SUBSCRIBERS

NAME

ADDRESS

SHARES

Jose Ramon Diaz

5303 N.W. 7th ST Bay G

100%

Miami, FL 33126

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PREPARED BY: ERNESTO HUERTAS, ACCOUNTANT E & V GREAT PROFESSIONAL, INC 5545 S.W. 8 ST Ste 107 MIAMI, FL 33134 TEL: (305) 265-1566

SECOND:

: :

The date of each amendment's adoption August 6, 2001

THIRD:

Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes east for the amendment was/were sufficient for approval.
- () The amendment was/were approved by the shareholders through

The following statement must be separately provided for each voting group entitled to vote separately on the amendment: "The number of votes east for the amendment was/were sufficient for

() The amendment was/ were adopted by the board of directors without

shareholder action and shareholder action was not required. () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 06 day of August, 2001.

Signature

H 010 00087 SERTIFICATE OF DESIGNATION REGISTERD AGENT/REGISTED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and Complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

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TOTAL P.05