

P94000024681

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

5/9/97
10:11
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REQUEST TAKEN CONFIRMED APPROVED
DATE 5/9/97
TIME 9:36
BY LS CK No. _____

WALK-IN
Will Pick Up _____

RE: magne therapy
Inc.

Capital Express™
Art. of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
Cert. Copy(s)
Art. of Amend. File
Dissolution/Withdrawal
C U S-
Fictitious Name File
Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing
Corporate Kit
Vehicle Search
Driving Record
Document Retrieval
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s, Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep.
FAX () pgs.

SUBTOTALS

FEE
DISBURSED
SURCHARGE
TAX on corporate supplies
SUBTOTAL
PREPAID
BALANCE DUE

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

FILED
97 MAY -9 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
MAGNETHERAPY, INC.

Pursuant to Florida Statute Section 607.1006, the Articles of Incorporation of the above named Corporation are hereby amended as follows:

1. ARTICLE VIII of the Articles of Incorporation is amended to read in its entirety as follows:

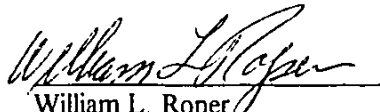
ARTICLE VIII
CAPITAL STOCK

This corporation is authorized to issue ten million (10,000,000) shares of stock of no par value per share, which stock shall be designated in "common shares." Each common share outstanding when this paragraph becomes effective, shall be classified as fully paid and non-assessable common shares without par value which shall be included in the 10,000,000 common shares herein authorized.


Further, all Shareholders of record as of May 12, 1997, shall receive a two for one stock split of all common stock issued prior to May 12, 1997.

2. The foregoing Amendment was adopted by a majority of the stockholders of all of the outstanding shares entitled to vote thereon and all of the directors of this corporation pursuant to the laws of the State of Florida, at a duly authorized meeting held on March 24, 1997.

IN WITNESS WHEREOF, MAGNETHERAPY, INC., through its duly authorized officers has executed these Articles of Amendment this 5 day of May, 1997.


William L. Roper
Chief Executive Officer

ATTEST:


Lisanne DiNapoli,
Sr. Vice President and Secretary

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing was acknowledged before me this 5th day of May, 1997, by
WILLIAM L. ROPER, as Chief Executive Officer, and LISANNE DiNAPOLI, as Sp. Vice President
and Secretary, of MAGNETHERAPY, INC., a Florida Corporation, on behalf of the Corporation.

Patricia P. Lopez

Notary Public
State of Florida at Large

My Commission Expires:

(SEAL)

[FA1377amend.art]

