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TRANSMITTAL LETTER

Amendment Section Division of Corporations

TO:

SUBJECT: Champion yte Products, iuc (Name of corporation)	
DOCUMENT NUMBER: P94 0000 5779/	
The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.	_
Please return all correspondence concerning this matter to the following:	
VASMIN VOGA (Name of person)	
(Name of person)	
(Name of firm/company)	
2999 NE 1918+ StReet, PHZ (Address)	
Aventura, FC 38180 (City/state and zip code)	
For further information concerning this matter, please call:	
Yasmin VegA at (561) 394 8881 (Name of person) (Area code & daytime telephone number)	
Enclosed is a \$35.00 check made payable to the Department of State.	

Street Address: Amendment Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

CR2E045(07/02)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHAMPIONLYTE PRODUCTS, INC

(present name)

P94000057791

(Document Number of Corporation (If known)

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 #1: Name of Corporation: Championlyte Holdings, Inc.

Article #4: This Corporation is authorized to issue 202,000,000 shares of Capital Stock of which: 2,000,000 shall be designated as "Preferred Stock", each share of which shall have the par value of \$1.00; and 200,000,000 shall be designated as "Common Stock", each share of which shall have the par value of \$0.001. The Preferred Stock may be issued, from time to time, in Series with varying face amounts and may or may not be convertible into shares of Common Stock.

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	the date of each amendment's adoption: MARCH 18, 2003
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
×	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	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"
	(voting group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	Signed this 18th day of Harch , 2003. (By the Whairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) MARSHAL KANNEL, Director & COO
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	(Typed or printed name)
	(Title)
	• •