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ARNELLE M. STRAND

August 1, 1997

MAILING ADDRESS:  
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FILED  
37 AUG -4 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: **HEALTH MOVES, INC.**

600002256266--8  
-08/04/97--01062--012  
\*\*\*\*\*\$35.00 \*\*\*\*\*\$35.00

Dear Sir,

Returned → Enclosed please find the original and one copy of the Articles of Amendment, Written Consent of Shareholders and Certificate of Amendment of By-Laws of the above-named corporation, changing the name to Healthy Moves, Inc. Also enclosed is a check in the amount of \$35.00 to cover the filing fee.

Please certify the enclosed copy of the Articles of Amendment and return the same to our office.

Thank you very much for your cooperation in this matter.

Sincerely,

*T. Michelle Quick*

T. Michelle Quick,  
Legal Assistant/Office Manager

tmq  
Enclosures  
m-c:\wp\corp\healthy.2a1

VS AUG 14 1997

N/c

**ARTICLES OF AMENDMENT**

1. Article One of the Articles of Incorporation of HEALTH MOVES, INC., a Florida corporation, is hereby amended to read as follows:

Article One. The name of this corporation is:

HEALTHY MOVES, INC.

2. The foregoing amendment was adopted by the shareholders of this corporation on the 30 day of July, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 30 day of July, 1997.

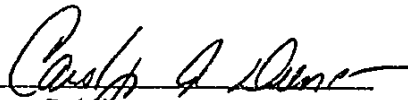
  
Elaine Feldman, President

  
Pam Pavlica, Secretary

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 30 day of July, 1997, by ELAINE FELDMAN and PAM PAVLICA, personally known to me or who produced DRIVER'S License as identification.



  
Notary Public