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LAZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) (Phone #) LOCAL REPRESENTATIVE TALLAHASSEE	500002581685—-6 -07/07/9801077021 *****35.00 *****35.00 office use only
1. OLYMPUS FITNESS	BER(S) (if known): CENTER, INC. (Document #)
(Corporation Name) 3. (Corporation Name)	(Document #)
4. (Corporation Name) Walk in Pick up time 2.00 Mail out Will wait Photocopy	(Document #) Certified Copy Certificate of Status
Profit NonProfit NonProfit Limited Liability Domestication Other Amendment Resignation of Change of Regis Dissolution/With	R.A., Officer/Director stered Agent
OTHER FILNGS Annual Report Fictitious Name Name Reservation Reinstatement Trademark Other CR2E031(9/92)	on to

ARTICLES OF AMENDMENT

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TO

98 JUL -7 PM 3: 37

ARTICLES OF INCORPORATION TALLAHASSEE, FLORIDA

OF

OLYMPUS	FITNESS	CENTER,	INC.

DOC# P97000048942

(present name)

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(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE III:

The capital stock will be amended as follows:

SHARES: 20,000 par value: \$1.00 (dollars)

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:06/10/98
FOURTH:	Adoption of Amendment(s) (check one):
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
xx	The amendments(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 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)
	Signed this 10th day of June , 19 98
	Signature Man i
	(By the Charman of the Board of Directors, President or other officer if adopted by the shareholder's)
	OR -
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	ERNESTO A. GONZALEZ
	Typed or printed name
	PRESIDENT/SECRETARY
	Title