9/14/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ACE INDUSTRIES. INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN PHONE: (305)358-2571

FAX #: {305}358-7832

NAME: HEART SANCTUARY CORP.

AUDIT NUMBER..... H98000017114
DOC TYPE.....BASIC AMENDMENT

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P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 15, 1998

HEART SANCTUARY CORP. C/O CONNIE STERN 194 SOUTH ISLAND GOLDEN BEACH, FL 33160

SUBJECT: HEART SANCTUARY CORP.

REF: P98000057352

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.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H98000017114 Letter Number: 398A00046645

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198-17	{{L

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

HEART SANCTUARY CORP. (PRESENT NAME OF CORPORATION) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its' articles of incorporation:		
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:	
	The date of each amendment's adoption: _09/_14/_98 Adoption of Amendment(s) (CHECK ONE) The amendment(s) was/were approved by the chareholders. The number of votes cost for the CS	
THIRD:	The date of each amendment's adoption: _09/_14/_98 Adoption of Amendment(s) (CHECK ONE)	
FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
o	tins amendment(s) was/were approved by the charcholders. The number of vetes sect for the same amendment(s) was/were sufficient for approval.	
0	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	
酒	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
Ω	The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.	
Signed this	14th day of <u>September</u> , 1998.	
SIGNATUR	(By the Chairmen or Vice Chairmen of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer it adopted by the shareholders)	
TYPED OR	PRINTED NAME: Connie Stern	
TITLE: Vic	e Fresident & Director	
TITLE: <u>Vic</u> 198-17		

PREPARED BY ACE INDUSTRIES: 54 NORTHWEST 11th STREET, MIAMI, FLORIDA 93136 • PHONE (305) 358-2571

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