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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: HOLLAND & KNIGHT (FT. LAUDERDALE)
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NAME: BETTER YOU FITNESS, INC.
AUDIT NUMBER.....H98000013583
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
BETTER YOU FITNESS, INC.**

Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of BETTER YOU FITNESS, INC. (the "Corporation"), are hereby amended according to these Articles of Amendment:

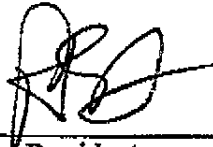
FIRST: The name of the Corporation is BETTER YOU FITNESS, INC.

SECOND: Article I of the Articles of Incorporation is hereby deleted in its entirety and the following inserted in lieu thereof:

"The name of the Corporation is LEECOM COMMUNICATIONS, INC."

THIRD: The foregoing amendment was adopted on July 11, 1998 by written consent of the shareholders and directors of the Corporation, constituting a sufficient number of votes for the amendment to be approved in accordance with Florida Statutes.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed this instrument this 11 day of July, 1998.



Peter Stolz, President

FTL1-306881

Donn Beloff, Esq.
FL Bar No. 222429
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One East Broward, Ste. 1300
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