

P98000073617

*Barbara's Personal Services, Inc.*

**PARALEGAL & SECRETARIAL**

SUITE 2A

152 8th AVENUE S.W.

LARGO, FLORIDA 33770-3613

WILLS & TYPING  
BANKRUPTCY & DIVORCE  
INCORPORATIONS

TELEPHONE 727 559-8505  
FACSIMILE 585-9184

October 13, 1998

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

FILED  
98 OCT 15 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**TRANSMITTAL LETTER**

**SUBJECT: Amendment of Articles to :**

**Millennium Gym & Solar Beds of Largo, Inc.**

The above named corporation wishes to:

1. Delete JERRY REITER as Director.
2. Add JOHN FOLKER, SR. as Director.

900002664819--7  
-10/15/98--01079--018  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed is an original and one (1) copy of the amendment to articles of incorporation and a check for thirty five dollars (\$35) for Filing Fee.

**FROM:** Barbara S. Hicks  
152 8th Avenue, S.W., Suite 2A  
Largo, Florida 33770-3613  
(727) 559-8505

Sincerely,



Barbara S. Hicks

*Amend*

VS OCT 21 1998

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MILLENNIUM GYM & SOLAR BEDS OF LARGO, INC.**

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*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:*

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

**ARTICLE V  
Incorporators**

Amendment: Delete JERRY REITER as Director.

**ADD: ARTICLE VI  
Director**

JOHN FOLKER, SR.  
Director

**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: *N/A*

**THIRD:** The date of each amendment's adoption: **October 13, 1998**

**FOURTH:** Adoption of Amendment(s) **(check one)**

\_\_\_\_\_ The amendments 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 \_\_\_\_\_."

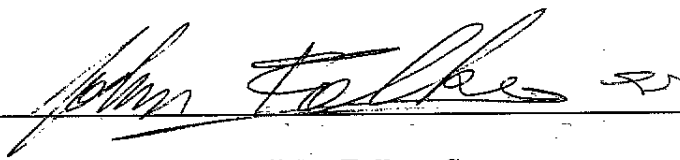
VOTING GROUP

\_\_\_\_\_ The amendment(s) was/were adopted by the board of directors  
without shareholder action and shareholder action was not required.

**X** The amendment(s) was/were adopted by the incorporators without  
shareholder action and shareholder action was not required.

Signed this 13 day of October, 1998.

Signature

A handwritten signature in dark ink, appearing to read "John Folker, Sr.", is written over a horizontal line.

**John Folker, Sr.  
Incorporator / President**