



**THE UNITED STATES
CORPORATION**
COMPANY

P98000083270

ACCOUNT NO. : 072100000032

REFERENCE : 977816 6471A

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : September 29, 1998

ORDER TIME : 11:39 AM

ORDER NO. : 977816-005

CUSTOMER NO.: 6471A

CUSTOMER: Lawrence J. Phalin, ESQ
Mateer & Harbert, P.A.
P. O. Box 2854

Orlando, FL 32802-2854

400002651594--6
-09/29/98-01063-010
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: NEUTRIPOWER, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT *N/C*
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS:

FILED
98 SEP 29 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 SEP 29 PM 1:12
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

See 9/30



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 29, 1998

CSC
SARA LEA
TALLAHASSEE, FL

SUBJECT: NEUTRIPOWER, INC.
Ref. Number: P98000083270

RESUBMIT
Please give original
submission date as file date.

We have received your document for NEUTRIPOWER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The date of adoption of each amendment must be included in the document.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 098A00048822

ARTICLES OF AMENDMENT

TO

NeutriPower, Inc.

FILED
98 SEP 29 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Article 607.1001, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. Article I is amended to read as follows:

The name of this corporation is: NutriPower, Inc.

2. The above amendment has been adopted by the sole incorporator of the Corporation pursuant to Section 607.1003, as required by the laws of the State of Florida. This amendment is adopted by the incorporator to correct a scrivener's error in the spelling of the corporate name without shareholder action, shareholder action not being required.

IN WITNESS WHEREOF, the undersigned sole incorporator of the Corporation has executed these Articles of Amendment this 28th day of September, 1998.

NeutriPower, Inc.

Marcia Boutamire
Dorothy Harper

By: [Signature]
Lawrence J. Phalin, sole incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on September 28, 1998, by, LAWRENCE J. PHALIN, the sole incorporator of NeutriPower, Inc., a Florida corporation, on behalf of the corporation. He/she is personally known to me or has produced

(type of identification) as identification.

Dorothy Harper
Name: DOROTHY HARPER
(Print Name)

Notary Public - State of Florida

My Commission Expires:

(AFFIX NOTARY SEAL)



Dorothy Harper
MY COMMISSION # CC572555 EXPIRES
November 8, 2000
BONDED THRU TROY FAIN INSURANCE, INC.