

Jan. 29, 1999 9:39AM TRIPP, SCOTT, CONKLIN

No. 0876 P. 1/2

Division of Corporations

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P98000094351

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For Eric J. J. J. J. J.
File # 980300.0005

BASIC AMENDMENT

THE ULTIMATE WORKOUT GROUP AT PEMBROKE PINES, INC.

Certificate of Status	0
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Name Change

Amendment

01-29-99

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Attn: Sue Deverson
Client # 980360.0005

BASIC AMENDMENT

THE ULTIMATE WORKOUT GROUP AT PEMBROKE PINES, INC.

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
THE ULTIMATE WORKOUT GROUP AT PEMBROKE PINES, INC.**

The following provisions of the Articles of Incorporation of The Ultimate Workout Group at Pembroke Pines, Inc., a Florida corporation (the "Corporation"), filed with the Department of State on November 6, 1998, document number P98000094351, be and they are hereby, amended as shown below:

Article I of the Articles of Incorporation of this Corporation is hereby deleted in its entirety and replaced with the following:

ARTICLE I

The name of the Corporation is:

The Ultimate Workout Group at Miramar, Inc.

Article III of the Articles of Incorporation of this Corporation is hereby amended as follows:

The Corporation is authorized to issue an additional One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

The foregoing amendment was adopted by a Consent Action of the Board of Directors of this Corporation, dated the 14th day of January, 1999. The number of votes cast in favor of the foregoing amendment was sufficient for approval. Shareholder action was not required.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment on this 14th day of January, 1999.



Name: William D. Green

Title: Director

This instrument was prepared by:
Richard J. Simeone, Esq., FL Bar No. 109460
Tripp Scott, P.A.
110 SW 6th St., 15th FL
Ft. Lauderdale, FL 33301
(954) 525-7500

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