

MAR.23.1999 3:40PM TRIPP SCOTT CONKLIN

NO.592 P.1/4

Division of Corporations

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P98000094351

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From: Account Name : TRIPP, SCOTT, CONKLIN & SMITH  
Account Number : 075350000065  
Phone : (954) 525-7500  
Fax Number : (954) 761-0475

Attn: Sue Deverson  
#890000.9001

BASIC AMENDMENT

THE ULTIMATE WORKOUT GROUP AT MIRAMAR, INC.

Certificate of Status	0
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Amendment  
03/24/99

DC

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


The following provisions of the Articles of Incorporation of The Ultimate Workout Group at Miramar, 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 III of the Articles of Incorporation of this Corporation is hereby deleted in its entirety and replaced with the following:

The Corporation is authorized to issue Two Hundred (200) 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 19th day of March, 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 sole Director of this Corporation, has executed these Articles of Amendment on this 19th day of March, 1999.

  
\_\_\_\_\_  
Name: William D. Green  
Title: Director

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Prepared by: Richard J. Simeons, Esq.  
FL Bar No. 109460  
Tripp Scott, PA  
PO Box 14245  
Ft. Lauderdale, FL 33302  
(954) 525-7500

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