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October 6, 2003

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Human Performance Specialists, Inc. 1534 East Locust Place Chandler, AZ 85249 480-883-7240 office 480-883-7241 fax

To Whom It May Concern:

I would like to file my company's articles of amendment and request a certified copy of the amendments and a certificate of status for:

Human Performance Specialists, Inc. Document number: P99000013219 Filed on 2/8/99 and accepted on 2/10/99

Previous address: 4800 S. Alma School Road, Apt. 1049

Chandler, AZ 85248

Enclosed is a check in the total amount of \$52.50 for: \$35 filing fee articles of amendment \$8.75 certified copy of articles of amendment \$8.75 certificate of status

Please send the certified copy and certificate of status to: Human Performance Specialists, Inc. 1534 East Locust Place Chandler, AZ 85249

Thank you,

Lori A. Gross Vice-President

ARTICLES OF INCORPORATION of HUMAN PERFORMANCE SPECIALISTS, INC.

ARTICLES OF AMENDMENT

(present name)

P99000013219

(Document Number of Corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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

Article II - Amended

The principle place of business and mailing address of this corporation shall be:

1534 East Locust Place Chandler, AZ 85249

Article V-Amended

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

1> Thomas Incledon President 1534 East Locust Place Chandler, AZ 85249

2.> Lori Gross Vice President 1534 East Locust Place Chandler, AZ 85249

Certificate of Designation Registered Agent/Registered Office - Amended

The name and Florida street address of the registered agent is:

Lisa Grilliot 11790 SW 25th St. Davie, FL 33325

I certify that I am familiar with and accept the responsibilities of registered agent.

<u>USA</u> Registered	Agent Signature	Lisa Grilliot Printed Name	October 6, 2003 Date		
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: NONE					
THIRD:	The date of each amendment(s) a	doption:	October 6, 2003		
FOURTH: Adoption of Amendment(s) (CHECK ONE)					
The amendment(s) was (were) approved by the shareholders. The number of votes cast for the amendment was 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)				
	(voting group)				
	The amendment(s) was (were) adopted by the board of directors without shareholder action and shareholder action was not required.				
	The amendment(s) was (were) adopted by the incorporators without shareholder action and shareholder action was not required.				
	Signed this 6th day of	October, 2003			
Signature Thomas huled					
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders).					
OR (By a director if adopted by the directors)					
OR					
(By an incorporator if adopted by the incorporators)					
	Thomas Incledon				
(Typed or printed name)					
	President				

(Title)