

P99000018143

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June 11, 1999

Secretary of State, State of Florida
The Capitol
P.O. Box 6327
Tallahassee, Florida 32314

FILED
99 JUN 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Amendment to Articles of Incorporation of DIVERSIFIED LIFESTYLES, INC.

Dear Sir:

Enclosed please find the Articles of Amendment to the Articles of Incorporation of DIVERSIFIED LIFESTYLES, INC., together with my check in the sum of \$35 covering the filing fees. Please return a copy acknowledging it's been filed showing the time and date stamped on its face (showing when it was received) to the undersigned upon filing the same.

The document number of the corporation is P990000181143, for your convenience.

Otherwise, I hope this letter finds you and yours in good health and spirits.

Sincerely,


Andrew C. Barnard

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-06/14/99--01124--004
*****35.00 *****35.00

cc:file, Chris Thompson

enc:/as noted

acb:ab

Andrew Barnard gave Authorization
to delete "Initial" in #5 6 & 8
6/18 JB

Amend

V. SHEPARD JUN 18 1999

ARTICLES OF AMENDMENT TO THE ARTICLES OF THE INCORPORATION

OF

DIVERSIFIED LIFESTYLES, INC.

FILED
99 JUN 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the sole incorporator of DIVERSIFIED LIFESTYLES, INC., a corporation under the Florida General Corporation Act, prior to the issuance of any shares in the corporation, and pursuant to §607.1005, Fla. Stat. (1998) adopts the following Articles of Amendment to the Articles of Incorporation of Diversified Lifestyles, Inc.:

1. This amendment is authorized by §§607.1005 and 607.1006 Fla. Stat. For the purpose of the forgoing, the Secretary of State is informed that:

a. The name of the corporation; Diversified Lifestyles, Inc..

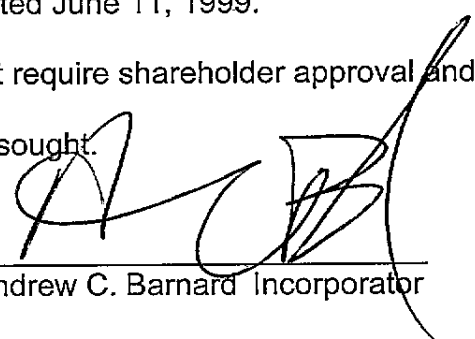
b. The text of the amendments are as follows: Articles 6 and 8 of the original articles of incorporation are amended to read:

6. The ~~initial~~ principal place of business of the corporation shall be located at: 349 La Mancha Avenue, West Palm Beach, FL 33411

8. The number of directors constituting the ~~initial~~ Board of Directors of the corporation shall be one, whose name and address is as follows:
CHRISTOPHER D. THOMPSON, 349 La Mancha Avenue, West Palm Beach, FL 33411.

c. The amendment was adopted June 11, 1999.

d. These amendments do not require shareholder approval and accordingly, no shareholder approval was sought.



Andrew C. Barnard Incorporator

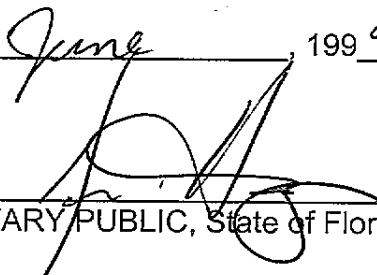
DATED on June 11, 1999

STATE OF FLORIDA)
) S/S
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Andrew C. Barnard who is personally known to me, or produced the above described identification to authenticate his identity, and who is the person described in and who subscribed to the foregoing Articles of Amendment of the Articles of Incorporation of DIVERSIFIED LIFESTYLES, INC., a Florida Corporation, and who acknowledged before me that he did freely and voluntarily subscribe to the same for the uses and purposes therein described and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal,
at Miami, in said County and State aforestated this 11 day of

June 1999.



NOTARY PUBLIC, State of Florida At Large

My Commission Expires:

