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ACCOUNT NO. : 072100000032

REFERENCE : 654721 7113701

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 7, 2000

ORDER TIME : 11:43 AM

ORDER NO. : 654721-005

CUSTOMER NO: 7113701

CUSTOMER: William E. Doyle, Esq
William E. Doyle, P.a.
Suite 201
2002 Southside Boulevard
Jacksonville, FL 32216

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-04/07/00--01070--011
*****35.00 *****35.00

DOMESTIC AMENDMENT FILING

NAME: MARGENA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS: _____

RECEIVED
00 APR -7 PM 12:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 APR -7 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NIC
Amend

S. PAYNE APR 7 - 2000

ARTICLES OF AMENDMENT
OF MARGENA, INC.

Article I of the Articles of Incorporation of MARGENA, INC., a Florida corporation,
filed in Tallahassee on the 28TH day of April, 1999 is amended to read as follows:

ARTICLE I

CORPORATE NAME

"The name of this corporation is MUSCLE DEPOT, INC."

The foregoing amendment was adopted by unanimous vote of the Stockholders
and Directors of the corporation on the 23RD day of March, 2000, and shall
become effective as of March 23, 2000.

IN WITNESS WHEREOF the undersigned President of this corporation have
executed these Articles of Amendment this 23RD day of March 2000.

Margena Burnett, President
MARGENA BURNETT, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA