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CR2E031(1/95)

Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MUSCLES R US, INCORPORATED

Article 1 of Articles of Incorporation of MUSCLES R US, INCORPORATED is amended to change its name and to read as follow: UNIQUE FITNESS CENTER, INCORPORATED.

Not withstanding any other provision of these articles, this corporation shall not engage in any activities or exercise any powers that are not in the furtherance of the purpose of this corporation. The corporation will exercise only those rights and powers conferred by the laws of the State of Florida upon this corporation.

The foregoing Amendments was adopted by the organizers of this corporation on June 15, 1999, and unanimously approved by its Board of Directors. The organization's By-Laws does not require a vote by members for adoption of amendment.

IN WITHNESS WHEREOF, the undersigned officer of this corporation have executed this Article of Amendment on June 21st, 1999.

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Hotary Public State of Fichida

OFFICIAL NOTARY SEAL
D V MARSH
COMMISSION NO. CC558830

COMMISSION NO. CC558830