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LAW OFFICES OF
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FILED
99 AUG 16 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 12, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002960441-3

Attn: Bobbie Cox

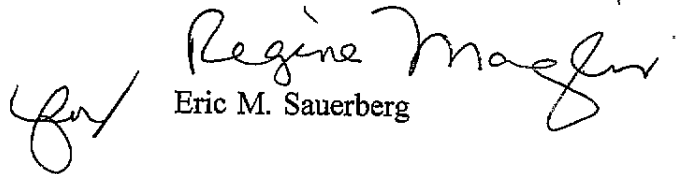
Re: NUTRITION FIRST, INC.

Dear Bobbie:

Please find enclosed two original Amendments to Articles of Incorporation for Nutrition First, Inc. Please file the Amendment as soon as possible. Upon filing, please send me a date stamped copy of the filed Amendment via facsimile and mail the copy to my office. Also enclosed is the Application for Registration of Fictitious Name.

If have any questions, please do not hesitate to contact us.

Sincerely,


Eric M. Sauerberg

EMS/ram
Enclosures
cc: Dawn Goolkasian
wpdocs/nutrition/csc.ltr

Due to a clerical error this amendment was filed at no charge.

PH 8/16/99

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
NUTRITION FIRST, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, for the purpose of changing the address of the registered office, incorporator and Board of Directors, provided under the Florida Business Corporation Act, Florida Statutes §607.0101, et seq., does hereby adopt this Amendment to the Articles of Incorporation previously approved by all Shareholders of the Corporation:

ARTICLE ONE


1.1 The name of the Corporation is changed from NUTRITION FIRST, INC. to NUTRITION FIRST OF SOUTH FLORIDA, INC. Therefore, Article One of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

"ARTICLE ONE

1.01 The name of this corporation is NUTRITION FIRST OF SOUTH FLORIDA, INC."

All original Articles of Incorporation not modified by this amendment are hereby reaffirmed and restated. The aforementioned modification to the Articles of Incorporation is adopted effective the date set forth below.

By:


DAWN GOOLKASIAN, Director

Date: August 11, 1999
c:\wpdocs\goolkasian\amend1.art