



P99000065678

FILED
00 MAY 17 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 700253

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizzit

ORDER DATE : May 17, 2000

ORDER TIME : 9:43 AM

ORDER NO. : 700253-005

CUSTOMER NO: 4311639

CUSTOMER: Maribel Henley, Legal Asst
Akerman Senterfitt & Eidson
One Southeast Third Avenue
28th Floor
Miami, FL 33131-1714

Amend
400003255734--6

DOMESTIC AMENDMENT FILING

NAME: FITNESS MASTER, 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: Kim Clemons

EXAMINER'S INITIALS:

RECEIVED
00 MAY 17 AM 11:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RRR
5/18/00

702250, 00664, 00672



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 17, 2000

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: FITNESS MASTER, INC.
Ref. Number: P99000065678

RESUBMIT

Please give original
submission date as file date.

We have received your document for FITNESS MASTER, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 700A00027970

RECEIVED
00 MAY 18 AM 11:35
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
FITNESS MASTER, INC., a Florida corporation**

FILED
00 MAY 17 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Business Corporation Act, Article I of the Articles of Incorporation of **FITNESS MASTER, INC.**, a Florida corporation, hereinafter referred to as the "Corporation", is amended to read as follows:

ARTICLE VI - Board of Directors

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than five (5) persons. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provide by the By-Laws. The Director of the Corporation shall be: Gervacio Collar, with principal mailing address of c/o Akerman, Senterfitt & Eidson, P.A., 1 S.E. 3rd Avenue, Suite 2800, Miami, Florida 33131.

The following articles shall be added to the Articles:

ARTICLE VIII - Officers

The following shall be the names and address of the officers of the Corporation:

Gervacio Collar	President/Treasurer	c/o Akerman, Senterfitt & Eidson One S.E. 3rd Avenue Suite 2800 Miami, Fl. 33131
<u>Pilar Collar</u>	Secretary	c/o Akerman, Senterfitt & Eidson One S.E. 3rd Avenue Suite 2800 Miami, Fl. 33131

In accordance with Section 607.0123(1)(b) of the Florida Business Corporation Act, this Amendment shall be effective upon its filing with the Florida Department of State.

The foregoing Amendment to the Articles of Incorporation of the Corporation was proposed and unanimously approved by the Corporation's sole Director and shareholders on May 8th, 2000.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 8th day of May, 2000.



Gervacio Collar, President