

P99000068845

TRANSMIT THE LETTER

Department of State
Division of Corporations, Amendment Section
409 E. Gaines St.
Tallahassee, FL 32399
(850) 487-6052

June 1, 2000

From: Law Offices of James Pruden, P.A.
370 W. Camino Gardens Blvd., Suite 210
Boca Raton, FL. 33432
Phone 561 417-4644

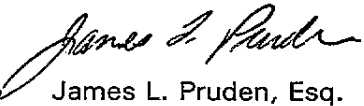
SUBJECT: LEADING EDGE NUTRACEUTICALS, INC.

Enclosed please find the following:

1. The original and one copy of Articles of Amendment
2. A check in the amount of \$43.75 for the filing fees and a certified copy.

If you have any questions or need any further information, please feel free to contact me at the address or telephone number provided above.

Thank you for your assistance,


James L. Pruden, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -2 AM 9:06
EFFECTIVE DATE
6/15/2000

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Corrected
name of
CORP- OK
PER Ruth
6/15/00

Amend
VS / Sp
6/12/00

**Articles of Amendment
to the
Articles of Incorporation
of**

LEADING EDGE NUTRACUTICALS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -2 AM 9:06
EFFECTIVE DATE
6/15/2000

Pursuant to Fla. Stat. §607.1006, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation. The undersigned, being the sole director, president and secretary respectively, of LEADING EDGE NUTRACUTICALS, INC. hereby certifies that:

1. The name of the corporation is:

LEADING EDGE NUTRACUTICALS, INC.

2. The Articles of Incorporation were filed and became effective with the Department of State on August 3, 1999 and were assigned document number P99000068845.
3. Article 3 paragraph (a) of the Articles of Incorporation, relating to the authorized number of shares and par value of the Corporation's Common Stock, is hereby amended to be 10,000 shares at 1.00 par value per share and Article 3 paragraph (a), as amended, shall read as follows:

**Article 4
Capital Stock**

- (a) This Corporation shall have authority, acting by its Board of Directors, to issue not more than 10,000 shares of common class at 1.00 PAR VALUE per share, that have unlimited voting rights of one vote per share for the election of directors and with respect to other matters submitted to a vote of shareholders, and that are entitled to receive the net assets of the Corporation upon dissolution after payment of the Corporation's debts.
4. There will be no exchange, reclassification or cancellation of any of the Corporation's issued shares.
5. The foregoing Amendment to the Articles of Incorporation was authorized by a unanimous written consent of the Board of Directors on June 1, 2000.
6. Pursuant to Fla. Stat. §607.1004, the foregoing Amendment to the Articles of Incorporation was authorized by a unanimous written consent of the Shareholders on June 1, 2000.
7. The effective date of this Amendment to the Articles of Incorporation shall be on June 15, 2000.

IN WITNESS WHEREOF, the undersigned have submitted these Articles of Amendment to the Articles of Incorporation and affirm the same as true under penalties of perjury this 1st day of June, 2000.

Director

Marc Spivack

By:

Marc Spivack, President and Secretary

STATE OF FLORIDA)
COUNTY OF Palm Beach)

On June 1, 2000 before me personally appeared Marc Spivack, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the instrument for the purposes contained in the instrument.

IN WITNESS WHEREOF, I sign here and set my official seal.

Notary

My commission expires



James L. Pruden
Commission # CG 807378
Expires Feb. 7, 2003
Bonded Thru
Atlantic Bonding Co., Inc.