

P99000070944
 Requestor's Name **Holman + Knight LLP**

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 TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Whole Sale Nutrition Centers Inc. # P99000070944
 (Corporation Name) (Document #)
2. Amend
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

• Law Offices

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August 16, 1999

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Florida Department of State
Division of Corporations
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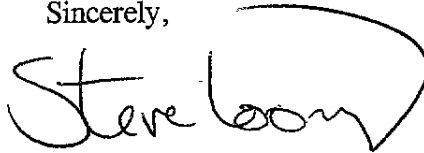
Re: Articles of Amendment to the Articles of Incorporation
of Wholesale Nutrition Centers, Inc.

Gentlemen:

Enclosed are an original and one copy of the Articles of Amendment to the Articles of Incorporation of Wholesale Nutrition Centers, Inc., together with a check for \$52.50 to cover the \$35.00 filing fee, \$8.75 certified copy fee and \$8.75 certificate of status fee.

Once the Articles of Amendment have been filed, the certified copy and the certificate of status should be returned to this office.

Sincerely,



Stephen R. Looney

SRL/lls
cc: Sergio Oliveira

**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
WHOLESALE NUTRITION CENTERS, INC.**

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is WHOLESALE NUTRITION CENTERS, INC.
(hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article V of the Articles of Incorporation, by written consent dated the 19th day of August, 1999, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved a resolution amending Article V of the Articles of Incorporation by written consent dated the 19th day of August, 1999, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution amending Article V of the Articles of Incorporation:

RESOLVED, that Article III of the Articles of Incorporation be amended in its entirety to read as follows:

**"ARTICLE III
Capital Stock**

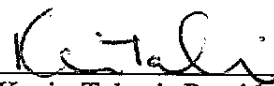
The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is one million (1,000,000) shares of common stock having a par value of One Cent (\$0.01) per share."

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing of these Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 19th day of August, 1999.

WHOLESALE NUTRITION CENTERS, INC.

By: 
Kevin Tehari, President