

NOV 13 2000 15:24

FROM-ATLAS PEARLMAN, PA

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T-137 P.001/003 F-551

P99000086128

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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BASIC AMENDMENT

CANCER WELLNESS INSTITUTE, INC.

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AMEND
REC 11-14

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FROM-ATLAS PEARLMAN, PA

954-766-7800

T-137 P.002/003 F-551



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 13, 2000

CANCER WELLNESS INSTITUTE, INC.
3850 TAMPA ROAD
PALM HARBOR, FL 34684

SUBJECT: CANCER WELLNESS INSTITUTE, INC.
REF: P99000086128

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Karen Gibson
Corporate Specialist

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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
CANCER WELLNESS INSTITUTE, INC.

FILED
00 NOV 13 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned, being the President of CANCER WELLNESS INSTITUTE, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida ("Corporation"), bearing document number P99000086128, does hereby certify:

FIRST: The Corporation's Articles of Incorporation shall be amended to include the following Article:

ARTICLE IX

The board of directors shall consist of not less than two (2) nor more than nine (9) individuals. The number of directors may be increased or decreased from time to time by amendment to the Corporation's Bylaws. Directors shall be elected by a majority of votes cast by the shares entitled to vote at each annual meeting of the shareholders. Any director, or the entire board of directors, may be removed at any time, with cause, by a majority of votes cast by the shares entitled to vote. If a director was elected by a voting group of shareholders, only the shareholders of that voting group may participate in the vote to remove that director.

SECOND: The foregoing Amendment was adopted by Written Consent of the Board of Directors and a majority of the holders of the Common stock of the Corporation dated 9/29/00, 2000, pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the Amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President and Chief Executive Officer of this Corporation, has executed these Articles of Amendment as of 11/10, 2000.

CANCER WELLNESS INSTITUTE, INC.



Alan Jacobs
President and Chief Executive Officer

CHARLES B. PEARLMAN, ESQ., FL BAR #235547
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200