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Division of Corporations
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BASIC AMENDMENT

PHYSICIANS NUTRACEUTICAL LABORATORIES, INC.

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AMEND
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FLORIDA DEPARTMENT OF STATE
Katharine Harris
Secretary of State

September 15, 2000

PHYSICIANS NUTRACEUTICAL LABORATORIES, INC.
3965 INVESTMENT LANE
WEST PALM BEACH, FL 33404

SUBJECT: PHYSICIANS NUTRACEUTICAL LABORATORIES, INC.
REF: P99000094191

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Darlene Connell
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is:
Physicians Nutraceutical Laboratories, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:
ARTICLE IV is deleted in its entirety and replaced with the following:

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 50,000,000 shares of \$.001 par value common stock.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on
September 12, 2000.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the
Corporation's Board of Directors and approved by the shareholders by a vote
sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Physicians Nutraceutical Laboratories, Inc.

By: 

Name: Jeff Gill

Title: President

Date: 9/14/2000

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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