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February 10, 2000

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

500003134945--4
-02/14/00--0115--005
*****35.00 *****35.00

Re: NUTRI-SPORT of Central Florida, Inc.

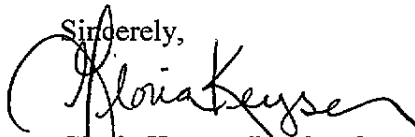
Dear Madam/Sir:

Enclosed are an original and one duplicate of the Articles of Amendment to Articles of Incorporation for the above-referenced corporation, along with a check in the amount of \$35.00 for filing fees.

Please file these Articles of Amendment to Articles of Incorporation and return the duplicate to this office in the enclosed envelope.

Thank you for your attention to this matter and if you have any questions, please call me.

NC
2-23-00
BTS

Sincerely,

Gloria Keyser, Paralegal to
PETER C. PAPPAS, ESQ.

FILED
00 FEB 14 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PCP/gk
Enclosures
c:\clients\corey.sos.2.ltr

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
NUTRI-SPORT, Sports Nutrition Warehouse, Inc.**

FILED
00 FEB 14 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned President of NUTRI-SPORT, Sports Nutrition Warehouse, Inc., hereby certifies that on the 27th day of December, 1999, the sole member of the Board of Directors and the Shareholder of NUTRI-SPORT, Sports Nutrition Warehouse, Inc., (such Shareholder being the only class designated to vote on such amendment and such Shareholder constituting a sufficient number of votes cast for approval of the amendment), by written action in lieu of a joint special meeting in accordance with the provisions of Sections 607.0821 and 607.0704, Florida Statutes, approved a resolution amending Article I of the Articles of Incorporation of NUTRI-SPORT, Sports Nutrition Warehouse, Inc., and that the following is a true and correct copy of said resolution:

"RESOLVED, that Article I of the Articles of Incorporation is hereby amended to read as follows:

Article I. Name. The name of the corporation is NUTRI-SPORT of Central Florida, Inc.

FURTHER RESOLVED, that the Officers of the Corporation are hereby authorized and directed to take any and all action necessary to effect such amendment."

Executed this 27th day of December, 1999.

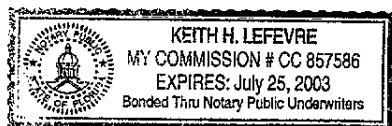
NUTRI-SPORT, Sports Nutrition Warehouse, Inc.

By: Russell Corey
Russel Corey, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me by Russell Corey, who is personally known to me, in his capacity as President of NUTRI-SPORT, Sports Nutrition Warehouse, Inc., a Florida corporation, who acknowledged before me that he executed same on behalf of the corporation and with full corporate authority, and who did give an oath.

WITNESS my hand and official seal in the State and County last aforesaid, this 27th day of December, 1999.



Keith H. Lefevre
Notary Public Signature