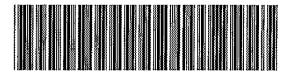
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(Re	equestor's Name)	
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Res 10/1/03



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

August 8, 2003

EUPHORIA HEALTH AND FITNESS, INC. ATTN: TODD M HUSTY 1997 1/2 ALOMA AVENUE WINTER PARK, FL 32792

SUBJECT: EUPHORIA FITNESS, INC.

Ref. Number: P99000107083

We have received your document for EUPHORIA FITNESS, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct the date of the amendment's adoption to on or before the date of signing.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamela Smith Document Specialist

Letter Number: 203A00045598



Dear Sirs:

September 23, 2003

Please accept the amendment as notification to change the name of Euphoria Fitness, Inc. to Euphoria Health and Fitness, Inc.

The return address for the certified copy of the amendment is:

Euphoria Health and Fitness, Inc. 1997 ½ Aloma Avenue Winter Park, FL 32792

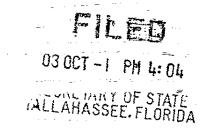
The telephone number is <u>407-677-4140</u>: Please ask for Lisa Wieland if you have need to speak to anyone about this request.

Sincerely

Aodd M. Husty, D.O.

President

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



	-
Euphoria Fitness, Inc.	
(present name)	_
P99000107083	
(Document Number of Corporation (If known)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FTRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Change name of the corporation to: Euphoria Health and Fitness, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: T	he date of each amendment's adoption: September 1, 2003
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
Ø	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)"
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 23 day of September , 2003
Signature_	
/	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Todd M. Husty (Typed or printed name)
	(x)pos or prince name)
	President
	(Title)