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July 21, 1997

Susan Hall Nutrition Education Services, Inc. 2651 Wood St. Sarasota, Fla. 34237

Secretary of State Division Of Corporations P.O. Box 6327 Tallahassee, Fla. 32314 ARCALIANT CONTROL OF THE PARTY OF THE PARTY

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Dear Sirs:

On July 15, 1997 I mailed an amendment to the articles of incorporation for Nutrition Education Services, Inc. for a name change. However, I failed to enclose a check. This is now enclosed with a copy of the amendment.

Thank you,

Susan Hall

N/C

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

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Nutrition Education Services Toc.

97 JUL 23 AM 8:05
ALLAHASSEE FLORIDA

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

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

Article I - The name of the corporation shall be Affiliated Guardinship and Consulting, 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: The date of each amendment's adoption: July 14,1497

FOURTH: Adoption of Amendment(s) (check one)

- 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 _____day of _

Signature .

Susan L. Hall

Mailed 7/15- to: Sec. of Arte Div. of Corp. P.O. Box 6327 Jul, 71. 32314