

V35497

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BASIC AMENDMENT

(7th June 25, 2004)

NORTH FLORIDA GYMNASIIC CLUB INC.

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Amend of 6/30/04



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 28, 2004

NORTH FLORIDA GYMNAS TIC CLUB INC.
2955 HARTLEY RD
SUITE 204
JACKSONVILLE, FL 3225708

SUBJECT: NORTH FLORIDA GYMNAS TIC CLUB INC.
REF: V35497

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H04000133653 3

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NORTH FLORIDA GYMNASTIC CLUB INC.**

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:

1. The name of the Corporation is NORTH FLORIDA GYMNASTIC CLUB INC. The Corporation was assigned document number V35497.

2. The Articles of Incorporation of NORTH FLORIDA GYMNASTIC CLUB INC. (the "Corporation") are hereby amended by deleting Article VII in its entirety and by substituting in lieu thereof the following Article:

"ARTICLE VII - DIRECTORS

The Corporation shall have one (1) director, which number may be increased or decreased from time to time only by amendment to the Bylaws of the Corporation duly adopted by the shareholders and Board of Directors of the Corporation, but in no event shall the number of directors be reduced below one (1)."

3. That the foregoing amendment was approved and adopted by the Board of Directors and sole shareholder of the Corporation, by a written action dated June 25, 2004, pursuant to Section 607, Florida Statutes. The number of votes cast by the shareholders and directors was sufficient for approval.

4. Upon the filing of these Articles of Amendment by the Florida Department of State, the above referred to amendment shall become effective and the Articles of Incorporation of North Florida Gymnastic Club Inc. shall be deemed to be amended accordingly.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on this 25th day of June, 2004.

NORTH FLORIDA GYMNASTIC CLUB INC.

By: Mary Purvis
MARY PURVIS, President