9/14/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: AFFLUENT ENTERPRISES, INC.

AUDIT NUMBER...... H98000017143 DOC TYPE.....BASIC AMENDMENT

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P.01/03



ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

AFFLUENT ENTERFRISES, INC.

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 1.01 is being amended as follows:

The name of the Corporation shall be Bodywork Evolution, Inc., 2748 NW 9th Lane, Ft. Lauderdale, Fl 33311.

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: <u>September 9.</u> 1998.

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.

25. T. T. T.

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.

PREPARED BY FLORIDA BAR #

RHONDA D ZIMMERMAN, ESQ.

ORTDA BAR # : 846430

ADDRESS : 3191 CORAL WAY, PH-201

MIAMI, FL 33145

EMPIRE CORPORATE KIT

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The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was Ø not required.

9n day of Signed this _

Signature (By the chairman or Vice Chairman of the Board of Directors, President or other if

adopted by the shareholders)

QR (By a director if adopted by the directors) QR

(By an incorporator if adopted by the incorporators)

CHERYL DALTON

PRESIDENT, VICE PRESIDENT, CHAIRMAN OF THE BOARD OF DIRECTORS, INCORPORATOR TITLE

PREPARED BY

RHONDA D ZIMMERMAN, ESQ.

FLORIDA BAR #

846430

ADDRESS

3191 CORAL WAY, PH-201

MIAMI, FL 33145 (305) 444-9899

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