

From:SACRAMENTO ATTORNEY SERVICE 18004997599

10/1/2005 14:21 #458 P.002/003

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FILED NG
In the office of the Secretary of State
of the State of California

OCT 12 2004

DO NOT WRITE IN THIS SPACE

Kevin Shelley
KEVIN SHELLEY, Secretary of State

AMENDED STATEMENT BY
FOREIGN CORPORATION

TENEROS, INC., a corporation organized and existing under the laws of DELAWARE
and which is presently qualified for the transaction of intrastate business in the State of
California, makes the following statement:

That the name of the corporation has been changed to that hereinabove set forth
and that the name relinquished at the time of such change was Sempra, Inc.

TENEROS, INC.
(Name of Corporation)

(Signature of Corporate Officer)

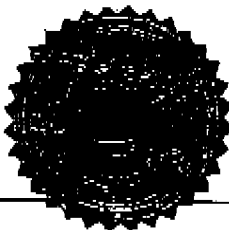
Stephen Lewis, Chief Executive Officer



Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SEMPRIS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "TENEROS, INC.", THE TWENTY-FOURTH DAY OF SEPTEMBER, A.D. 2004, AT 6:17 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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DATE: 10-12-04

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FILED 06
In the office of the Secretary of State
of the State of California
OCT 12 2004

AMENDED STATEMENT BY
FOREIGN CORPORATION

DO NOT WRITE IN THIS SPACE

Kevin Shelley
KEVIN SHELLEY, Secretary of State

SEMPRIS, INC., a corporation organized and existing under the laws of DELAWARE and which is presently qualified for the transaction of intrastate business in the State of California, makes the following statement:

That the name of the corporation has been changed to that hereinabove set forth and that the name relinquished at the time of such change was Nutry Systems, Inc.

SEMPRIS, INC.
(Name of Corporation)

[Signature]
(Signature of Corporate Officer)

Stephen Lewis, Chief Executive Officer

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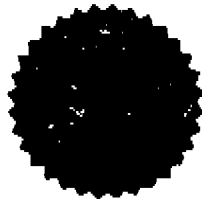


Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "NUITY SYSTEMS, INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "SEMPRIS, INC.", THE SEVENTH DAY OF JULY, A.D. 2004, AT 8:53 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3405833

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DATE: 10-12-04

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