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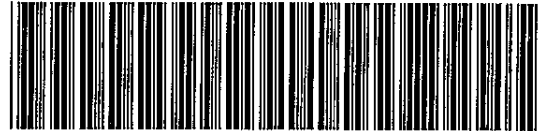
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V SHEPARD MAY 15 2003



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May 6, 2003

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FEDERAL EXPRESS

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Herbal Sciences, Inc.

Ladies and Gentlemen:

We represent Herbal Sciences, Inc. (the "Corporation"). The Corporation was terminated in 1998 for failure to file its annual reports. This letter and its enclosures are filed to reinstate it as a corporation in good standing under the laws of Florida.

Please find enclosed:

1. Articles of Amendment to Articles of Incorporation for the above-referenced corporation together with a check in the amount of \$43.75 to cover the filing fee and the certified copy fee (because the name Herbal Sciences is no longer available in Florida).
2. A Corporation Reinstatement Form
3. A Certificate of Designation of Registered Agent/Registered Office from CT Corporation System
4. A check in the amount of \$1,508.75 as a reinstatement fee and as a certified copy fee.

Please issue validated copies of the above and send to me in the enclosed self-addressed envelope.

GRAVEL AND SHEA

Department of State

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Please be in touch with any questions.

Very truly yours,

GRAVEL AND SHEA



Peter S. Erly

PSE:vss

Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
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Herbal Sciences, Inc.

(present name)

S80495

(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:

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

Herbal Sciences, Inc. amends its name to be Herb Sci Corporation

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: April 21, 2003.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

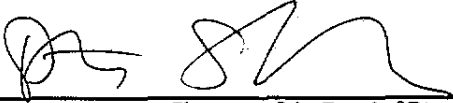
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 6th day of May, 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)

Peter S. Ery

(Typed or printed name)

Asst. Secretary

(Title)