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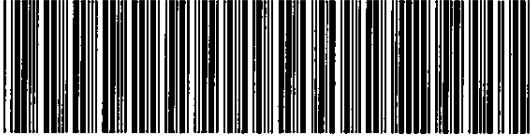
(Business Entity Name)

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TALLAHASSEE, FLORIDA

T. Roberts DEC 01 2006

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Ashley L. Autry

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November 27, 2006

VIA FEDERAL EXPRESS

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: Leadership Centers, U.S.A., Inc.

Dear Sir or Madam:

Enclosed are the following documents to amend the Articles of Incorporation of the above-referenced corporation:

- Original and one (1) copy of the Amendment to Articles of Incorporation
- Check in the amount of \$43.75, for the filing fee and for a certified copy, made payable to the Florida Department of State

Please return all correspondence regarding this matter to Ashley L. Autry at the address listed above. If you have any questions, please call me at (404) 954-9882.

Very truly yours,



Ashley L. Autry

Enclosures

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**AMENDMENT TO ARTICLES OF INCORPORATION
OF LEADERSHIP CENTERS, U.S.A., INC.**

Leadership Centers, U.S.A., Inc., a Florida corporation (the "Corporation"), amends its Articles of Incorporation, in accordance with Section 607.1006 of the Florida Business Corporation Act, as follows:

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I.

The name of the Corporation is Leadership Centers, U.S.A., Inc.

II.

The Articles of Incorporation are amended by the deletion of the existing Article IV, and by substituting the following therefor:

**ARTICLE IV
CAPITAL**

The Corporation shall have the authority to issue Two Million (2,000,000) shares of common stock, at \$0.0001 par value per share, such shares representing the sole capital stock of the Corporation.

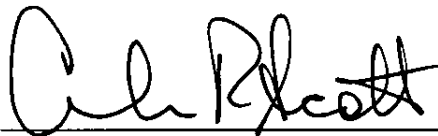
III.

This Amendment to Articles of Incorporation shall be effective upon the filing with the Florida Department of State.

IV.

The above amendment was adopted by the Board of Directors and unanimously approved by the Shareholders on November 17, 2006.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to Articles of Incorporation this 17th day of November, 2006.



Charles R. Scott, Chief Executive Officer