

Division of Corporations

Page 1 of 1

H67148

Florida Department of State
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COR AMND/RESTATE/CORRECT OR O/D RESIGN**EDD HELMS GROUP, INC.**

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EDD HELMS GROUP, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, Edd Helms Group, Inc., a Florida corporation (the "Corporation"), document number H67148 hereby adopts the following Amendment to its Articles of Incorporation:

FIRST: The Corporation's Articles of Incorporation are hereby amended by deleting Article 3 in its entirety and inserting a new Article 3 to read as follows:

"ARTICLE 3

The Corporation shall have authority to issue 20,000 shares of its capital stock of all classes, consisting of 20,000 shares of common stock, \$.02 par value per share."

SECOND: Upon the amendment of this Article to read as herein set forth, each 2,000 shares of common stock, \$.01 par value per share issued and outstanding will be converted into one (1) share of common stock, \$.02 par value per share. Fractional shares that result from such conversion shall be converted into cash on the basis of \$0.40 for each share issued and outstanding prior to the amendment of this Article as herein set forth.

THIRD: These Articles of Amendment were approved by at a Meeting of the Board of Directors on May 28, 2009 and at a meeting of the Shareholders of the Corporation on May 28, 2009.

The number of votes cast for the Amendment by the Shareholders was sufficient for approval of this Amendment.

The undersigned has executed these Articles of Amendment as of the 28th day of May, 2009.

EDD HELMS GROUP, INC.

By: 

Name: L. WADDE HELMS

Title: Executive Vice President

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