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DEBBIE'S ACCOUNTING SERVICE, INC.  
1821 PARENTAL HOME RD. SUITE #7  
JACKSONVILLE, FL 32216  
(904) 733-4547

(Address)

(City/State/Zip/Phone #)

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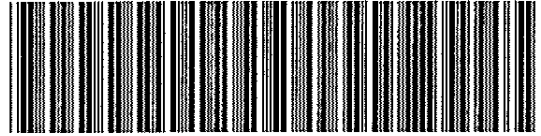
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*gja Ambler*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
Alton Services, Inc.**

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

**ARTICLE VI - BOARD OF DIRECTORS**

This corporation shall now have three directors. Thereafter, the number of directors may still be either increased or decreased from time to time in the manner provided in the By-laws. The names and addresses of the new current directors of this corporation are:

NAME/TITLE	ADDRESS
Ernest Alton President 80% Ownership	1613 E Church Street Jacksonville, Florida 32202
Joel Rothenberg Director 10% Ownership	679 NE Gardenia Way Maddison, Florida 32340
Russell Crews Director 10% Ownership	27373 Ohio Street Hilliard, Florida 32046

SECOND: Ernest Alton gave up ten stock shares to Russell Crews.

THIRD: The date of each amendment's adoption: June 16, 2005.

FOURTH: Adoption of Amendment(s)

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 16<sup>th</sup> day of June 2005.

Signature   
Ernest L Alton      President

Signature   
Joel Rothenberg      Director

Signature   
Russell Crews      Director

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