P020000076611

(Requestor's Name)

(City/State/Zip/Phone #)
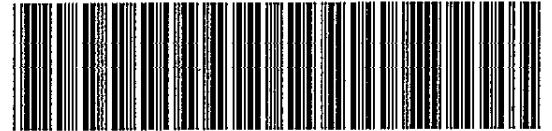
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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/6/03
AMEND + N/C

FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 28, 2003

Brodeurs Custom Clothiers
3401 Pelican Landing Parkway #3
Bonita Springs, FL 34134

SUBJECT: BRODEURS, INC.
Ref. Number: P02000076611

We have received your document for BRODEURS, INC.. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is $35. Certified copies are optional and are $8.75 for the first 8 pages of the document, and $1 for each additional page, not to exceed $52.50.

Please complete the enclosed amendment form which contains requirements for an amendment for a for profit corporation. The document submitted is part profit and part nonprofit. Is a new director being designated as our records reflect only one director?

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6901.

Susan Payne
Senior Section Administrator   Letter Number: 603A00043640

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BRODEURS, INC.

(present name)

PO2000076611

(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)*

SEE   ATTACHED

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:

N/A

THIRD: The date of each amendment's adoption: _July 15, 2003_

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

[X] 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 _1ST_ day of _AUGUST_, _2003_.

Signature ___Ronald G Brodeur___

(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)

___RONALD G BRODEUR___
Typed or printed name

___PRESIDENT___
Title

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BRODEURS, INC.

P02000076611
(Document Number of Corporation)

Pursuant to the provisions of section 617.1006, Florida Statues, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article I   Name Amended

The name of the corporation shall be Brodeur Carvell Inc.
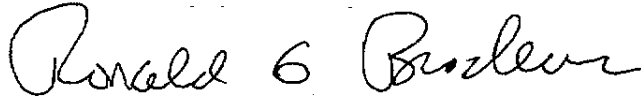
Article III   Shares Amended

The total number of shares of stock, which the corporation shall have the authority to issue, is 500 shares at a par value of $1.00 per share.

Article VII   Directors Amended

The number of directors of this corporation shall be two.

Current Director: Ronald G. Brodeur
Add Director: Robert E. Carvell

_____
Signature of President

_____
Typed or printed name