P03000091373

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Amend.

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COVER LETTER

TO: Amendment Section Division of Corporations

Division of Corporations

Tallahassee, FL 32314

P.O. Box 6327

NAME OF CORPORATION:_Sand Dune Ven	tures, Inc
DOCUMENT NUMBER:P03000091373_	
The enclosed Articles of Amendment and fee	e are submitted for filing.
Please return all correspondence concerning to	his matter to the following:
Martin J. Smekal(Name of Conta	of Parago
Sand Dune Ventures, Inc(Firm/ Com	
2629 Manhattan Ave # 319(Addres	
Hermosa Beach, CA 90254(City/ State/ and	
(City/ State/ and	Zip Code)
For further information concerning this matter,	please call:
Martin J. Smekal at (_31 (Name of Contact Person)	(Area Code & Daytime Telephone Number)
	(
Enclosed is a check for the following amount:	
∟ \$35 Filing Fee	X \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
Mailing Address Amendment Section	Street Address Amendment Section

Division of Corporations

409 E. Gaines Street

Tallahassee, FL 32399

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment to Articles of Incorporation of

Sand Dune Ventures, Inc.		
(Name of corporation as currently filed with the Florida Dept. of State)		
P03000091373(Document number of corporation (if known)		
(Document number of corporation (if known)		
Pursuant to the provisions of section 607.1006, Florida Statutes, this <i>Florida Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:		
NEW CORPORATE NAME (if changing):		
(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "inc.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")		
AMENDMENTS ADOPTED - (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)		
Article VIII - CAPITAL STOCK;		
The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be increased from six hundred (600) to one-hundred thousand (100,000) shares. Each with a par value of One Dollar (\$1.00).		
The capital stock of the corporation may be paid for in property, labor, or services at a just valuation to be fixed by the Board of Directors at a meeting called for such purpose, or at the organizational meeting. Property, labor, or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor, or services to be fixed by the Board of Directors of the corporation. Stock in other corporations or going businesses may be purchased by the corporation on consideration for the issuance of capital stock of the corporation, the said purchase shall be on such basis and terms and for such consideration as the Board of Directors shall determine.		
(Attach additional pages if necessary)		
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)		
N/A		
(oortinad)		
(continued)		

The date of each amendment(s) adoption: September 27, 2004

Effective date if applicable: (no more than 90 days after amendment file date)

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) by the shareholders 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	27 th day of _September,2004
Signa	
	Martin J. Smekal(Typed or printed name of person signing)
	President & Secretary(Title of person signing)

FILING FEE: \$35