

06/04/04 15:06 FAX 56 997 922

H. RIGGS LAW OFFICE

2001/003 Page 1 of 1

P04 000078300

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TAMARA HASSEFF, FLORIDA

BASIC AMENDMENT

INFINITY COLONIAL MANAGER, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF INFINITY COLONIAL MANAGER, INC.

DOCUMENT NO. P04000078300

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

INFINITY MANAGER, INC.

(Must contain the word "corporation", "company", or "incorporated" or the abbreviation "Corp.", "Inc.", or "Co.")

AMENDMENTS ADOPTED (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

N/A

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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

The date of each amendment(s) adoption: June 4, 2004

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

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Adoption of Amendment(s) (CHECK ONE)

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.

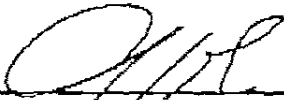
The amendment(s) was/were approved by the shareholders, through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"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 4th day of June, 2004.

Signature: 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Andrew M. Gross
(Typed or printed name of person signing)

Incorporator
(Title of person signing)

FILING FEE: \$35

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