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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

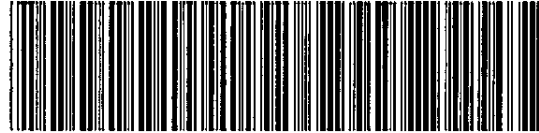
(Business Entity Name)

(Document Number)

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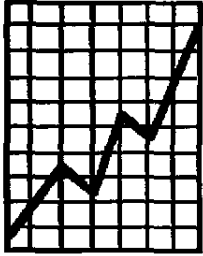
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Amendment

12/1/05

DC



Newman & Company, P.A.

Certified Public Accountants
3535 First Avenue North
St. Petersburg, Florida 33713
(727) 327-6608 • Fax 327-4463

November 25, 2005

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: 46th Bar, Inc.
Articles of Amendment

To whom it may concern:

Enclosed are the articles of amendment for the above named corporation along with a check for \$35 payable to "Department of State" to cover the filing fee.

If you have any questions please call Keith Newman at (727) 327-6608.

Sincerely,

A handwritten signature in black ink, appearing to read "Keith Newman". The signature is fluid and cursive, with a long horizontal stroke at the end.

Keith Newman

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
46th BAR, 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 adopted to Article VII, that the Corporation is removing and adding officers and directors due to the resignation of Candace N. Sullivan.

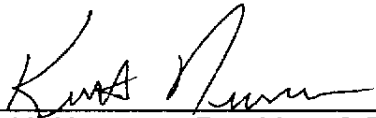
The new officers and directors now consist of the following:

Directors: Keith Newman and Pete Mickunas
President: Keith Newman
Vice President: Pete Mickunas
Secretary: Pete Mickunas
Treasurer: Keith Newman

SECOND: The date of the adoption of this amendment is November 22, 2005.

THIRD: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Amendment this ___ 22nd ___ day of November 2005.



Keith Newman, President & Director

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