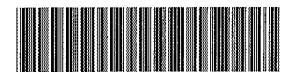
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(Requestor's Name)
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A.G.F. & ASSOCIATES
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Lake Worth, FL 33460
(0)1(0)
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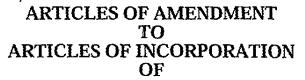
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Office Use Only





Alan Levine Onc.
(present name)
(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)

Article I to be amended: That Alan Levine, Inc. Shall be changed to Treehouse III, Inc.

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:

Alan Levine transfers 50 of his 100 shares of stock to Jennifer Esser.

THIRD:	The date of each amendment's adoption: October 20, 2003.	
FOURTH	: Adoption of Amendment(s) (CHECK ONE)	
<b>E</b>	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 20 day of Otober, 2003.	
Signature	(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)	
	ALAN LEVINE	
	(Typed or printed name)	
	PRESTOENT	
	(Title)	