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EBBIE'S ACCOUNTING SERVICE, INC.
1821 PARENTAL HOME RD. SUITE #7
JACKSONVILLE, FL 32216
(904) 733-4547

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

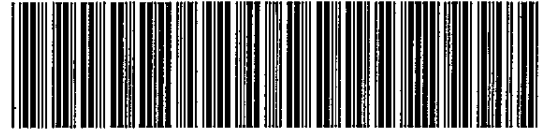
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUL 13 PM 3:52

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Amelia

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ALL ANGLES ENTERPRISES, INC.**

FILED
04 JUL 13 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

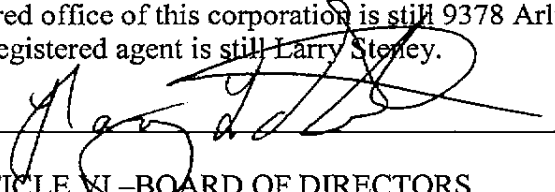
ARTICLE I - NAME

The name of this corporation is not changing. It remains All Angles Enterprises, Inc. and the principal physical address of this corporation is not changed. It remains 9378 Arlington Expressway Ste #328, Jacksonville, FL 32225. The phone number of this corporation remains 904-632-2345.

ARTICLE V - REGISTERED OFFICE & AGENT

The street address of the registered office of this corporation is still 9378 Arlington Expressway Ste #328, and the name of the registered agent is still Larry Steney.

I still accept this responsibility



ARTICLE VI - BOARD OF DIRECTORS

This corporation's board of directors/shareholders is what is changing. The corporation shall now have two directors. Thereafter, the number of directors may be either increased or decreased from time to time in the manner provided in the By-laws. The names and addresses of the directors of this corporation are now:

Walter Lewis, 5630 Poitier Drive, Jacksonville, FL 32209
(50% Shareholder) President, Secretary, Treasurer, Director

Larry Steney, 1715 Hodges Blvd Apt 3002, Jacksonville, FL 32224
(50% Shareholder) Vice President, Director, Registered Agent

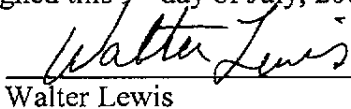
SECOND: The date of each amendment's adoption: 7/9/04

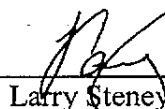
THIRD: Adoption of Amendment(s)

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 9th day of July, 2004.

Signature


Walter Lewis


Larry Steney

NOTARIZED:

Return Address: P. O. Box 16952
Jacksonville, FL 32245-0652