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BASIC AMENDMENT

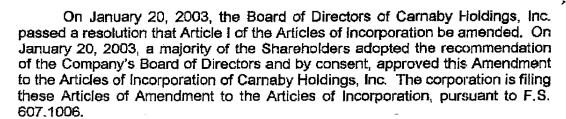
CARNABY HOLDINGS, INC.

Certificate of Status	0
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H03000027147 5

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CARNABY HOLDINGS, INC. (Document No. P00000009150)



- 1. The name of the corporation is Carnaby Holdings, Inc.
- 2. Article 1 of the Articles of Incorporation of Carnaby Holdings, Inc. shall be amended as follows:

ARTICLE 1. Name

The name of this corporation is:

EDESSO, INC.

SECOND: The date of adoption of this amendment by the shareholders of this corporation is January 20, 2003 and shall become effective upon filing with the Secretary of State of Florida.

THIRD: This amendment to the Articles of Incorporation of the Corporation has been duly adopted in accordance with the provisions of the Florida Business Corporation Act. A majority of the shares entitled to vote executed a Statement of Consent to Action by the Shareholders of the Company in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF the undersigned, the President and Secretary of the Corporation, have executed this Amendment to the Articles of Incorporation this 20th day of January, 2003.

14030000271475

. Van Stillman, President

Prepared by: L. Van Stillman, Esq. 1177 George Bush Blvd., Suite 308 Delray Beach, FL 33431 561-330-9903 telephone 561-330-9116 facsimile FL Bar No. 165520