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JOHN L. GIOIELLO, P.A.

ATTORNEY AND COUNSELOR AT LAW

JOHN L. GIOIELLO, ESQ.

Street Address:
404 Jenks Avenue
Panama City, FL 32401

Telephone: (850) 763-9006

Mailing Address:
P. O. Box 1987
Panama City, FL 32402

Facsimile: (850) 785-8624

January 2, 2003

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

Re: Elegante Heirs, Inc.

Dear Sirs/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Elegante Heirs, Inc. along with our check in the amount of $43.75 for the filing fee and a certified copy of same. I have enclosed a postage paid envelope for your use in returning a certified copy of the Amendment.

Sincerely,

John L. Gioiello /s/

John L. Gioiello

JLG/yrd
enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ELEGANTE HEIRS, INC.

Under the provisions of F.S. 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is amended from Elegante Heirs, Inc. to FitzSimons Holdings, Inc.

SECOND: The date of this Amendment shall be effective upon the filing of same with the Florida Secretary of State.

THIRD: Adoption of Amendment

[check one]

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

_ The amendment(s) .....was/were..... approved by the shareholders through voting groups. [If this choice is made, this statement must be provided separately for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was 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 on December 31, 2002.

Janice FitzSimons, Pres.

Janice FitzSimons, President and sole Shareholder