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BASIC AMENDM

JOE PUPELLO, INC.

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 30, 2004

JOE PUPELLO, INC. 601 S.DALE MABRY TAMPA, FL 33609

SUBJECT: JOE PUPELLO, INC.

REF: G95417

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

JOE PUPELLO, INC.	_
JOE PUPELLO, INC.	
(present name)	_
G95417	
(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: Amondment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII

JOSEPH C PUPELLO JR SHALL BE ADDED TO THE CORPORATION AS A SECRETARY AS FOLLOWS

JOSEPH PUPELLO JR 601 S DALE MABRY TAMPA, FL 33609



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:

THIRD:	The date of each amendment's adoption:03/24/2004		
FOURTH	I: Adoption of Amendment(s) (CHECK ONE)		
. 19	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
Ε	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 vo separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient		
	for approval by(voting group)		
Ī	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 24 day of MARCH 2004		
Signatur	hall helled.		
(By the Chairman or Vice Chairman of the Board of Directors, Frasident or other officer) adopted by the shareholders)			
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	JOSEPH C PUPELLO SR (Typed or printed dame)		
	PRESIDENT		
	(Title)		

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