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CCRS 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173

FILING COVER SHEET ACCT. #FCA-14

DATE:	1NDY HICKS 5-19-99 0/63. 6854	7000028795774 -05/19/9901024015 *****70.00 ******70.00
CORP. NAME: () ARTICLES OF INCORPORATION () ANNUAL REPORT () CERT. OF AUTHORITY () REINSTATEMENT () CERTIFICATE OF CANCELLATION	() ARTICLES OF AMENDMENT () TRADEMARK/SERVICE MARK () LIMITED PARTNERSHIP () MERGER () UCC-1	() ARTICLES OF DISSOLUTION () FICTITIOUS NAME () LIMITED LIABILITY () WITHDRAWAL () UCC-3
STATE FEES PREPAID WITH C	•	70.00 PLED SSEE, FLORIDA
PLEASE RETURN: CERTIFIED COPY Examiner's Initials	TATE BOUNT 19 CONSTRUCTION 19 CONTROL 19 CON	DE COULLIETTE MAY 1 9 1999.

ARTICLES OF AMENDMENT TO FILED

ARTICLES OF INCORPORATION MAY 19 PM 12: 53

FOOTHILLS PROPERTIES, INCSECRETARY OF STATE

FOOTHILLS PROPERTIES, INC., a corporation duly organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to the written consent of the sole voting shareholder and sole Director of the Corporation, in lieu of a special meeting, which vote was sufficient for approval, the following resolution was adopted on May 18th, 1999, amending the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

"The name of this Corporation is: FOOTHILLS MINERALS, INC."

whereupon, this <u>184h</u> day of <u>ray</u>, 1999, the Corporation has caused its duly authorized officer to execute these Articles of Amendment to Articles of Incorporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

FOOTHILLS PROPERTIES, INC., a Florida corporation

Nome: Stand & K Rose

Title: VICE PERSIDENT

2527-068-652059