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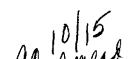
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Florida Dept. of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

To Whom It May Concern:

antho 3 Caroll

Enclosed, please find the Articles of Amendment for Accent Technologies, and a check for the required filing.

Anthony Carroll

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Accent Technologies, Inc.

(present name)

L52344

(Document Number of Corporation)

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 adopted:

Article III of the original Articles of Incorporation, dated February 20, 1990, is amended to read as follows: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000 (Ten Million), at a par value of \$.0001 each.

SECOND: The date of the amendment's adoption: July 1, 2003

THIRD: Adoption of Amendment:

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this

Signature

Peter McChrystal, President

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)