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Florida Department of State
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BASIC AMENDMENT

COMMUNITY THRIFT BOUTIQUE BY THE SEA , INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 8, 2004

COMMUNITY THRIFT BOUTIQUE BY THE SEA , INC.
1546 OCEAN SHORE BLVD.
ORMOND BEACH, FL 32176

SUBJECT: COMMUNITY THRIFT BOUTIQUE BY THE SEA , INC.
REF: NO4000000473

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COMMUNITY THRIFT BOUTIQUE BY THE SEA , INC.
NO4000000473**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

1. Article VII of the Articles of Incorporation of Community Thrift Boutique By The Sea , Inc. (the "Corporation") is amended as follows:

The officers and directors of the Corporation are:

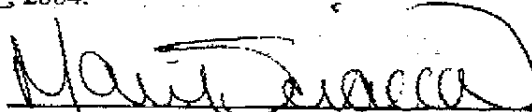
Marie Sciacca - Director/President/Secretary/Treasurer
5500 Ocean Shore Blvd., Unit 83
Ormond Beach, FL 32176

Gloria Sciacca - Director
5500 Ocean Shore Blvd., Unit 83
Ormond Beach, Florida 32176

Melissa Dale - Director
1546 Ocean Shore Blvd.
Ormond Beach, FL 32176

2. The date of the adoption of the amendment was June 30, 2004.
3. Adoption of amendment: There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned president of the corporation has executed these Articles of Amendment on June 30, 2004, 2004.


Maria Sciacca, President

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